Vulcan Golf, LLC v. Google Inc. et al Doc. 192

IN THE UNITED STATES DISTRICT COURT

FOR THE NORTHERN DISTRICT OF ILLINOIS

EASTERN DIVISION

VULCAN GOLF, LLC, JOHN B. SANFILIPPO & SONS, INC., BLITZ REALTY GROUP, INC., and VINCENT E. "BO" JACKSON, Individually And On Behalf Of All Others Similarly Situated,	§ Case No. 07 CV 3371
Lead Plaintiff,	§ HON. BLANCHE M. MANNING
v.	§ MAGISTRATE JUDGE GERALDINE SOAT BROWN
GOOGLE INC., OVERSEE.NET, SEDO LLC, DOTSTER, INC., AKA REVENUEDIRECT.COM INTERNET REIT, INC. d/b/a/ IREIT, INC.; and JOHN DOES I-X,	§ DEMAND FOR JURY TRIAL
Defendants.	§

DEFENDANT OVERSEE.NET'S ANSWER AND AFFIRMATIVE DEFENSES TO PLAINTIFFS' THIRD AMENDED CLASS ACTION COMPLAINT IN LAW AND EQUITY

Defendant Oversee.net ("Oversee"), by undersigned counsel, hereby answers the Third Amended Class Action Complaint in Law And Equity (the "Complaint") of Plaintiffs Vulcan Golf, LLC, John B. SanFilippo & Sons, Inc., Blitz Realty Group, Inc., and Vincent E. "Bo" Jackson, Individually and on behalf of all others similarly situated, as follows:

NATURE OF THE ACTION

1. This case involves a shockingly deceptive internet-based modern day racketeering scheme ("Deceptive Domain Scheme") that is being intentionally carried out by Defendants through the use of sophisticated and proprietary technology/software that allows them to generate and transact in billions of dollars in ill-gotten advertising and marketing revenue annually from blatant and intentional violations of federal and state laws that govern the domain name system (DNS), Internet-based commercial/business practices, intellectual property and trademark rights, and related laws. In a nutshell, the scheme uses illegal domain names on the Internet to generate and transact in billions of dollars of revenue, at Lead Plaintiffs' and the

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putative Class Members' expense.

ANSWER: Oversee denies the allegations in Paragraph 1.

2. The illegal domains are referred to herein as "Deceptive Domains" and are monetized domain names that are the same or confusingly similar to Lead Plaintiffs' and the putative Class Members' venerable, valuable, protected, distinctive and famous, registered and common law names, marks, trade names, logos, famous names, and other distinctive/valuable marks ("Distinctive and Valuable Marks"). Deceptive Domains are central to Defendants' massive scheme to generate and transact in money from the knowing diversion of and monetization of Internet traffic.

ANSWER: Oversee denies the allegations in Paragraph 2.

3. The Deceptive Domain Scheme consists of, but is not limited to, the following actions: (1) the deliberate registration, trafficking, license, use and monetization of Deceptive Domains; (2) the deliberate hijacking, redirecting, dilution and infringement of Distinctive and Valuable Marks; (3) the deliberate creation and promotion of an illegal aftermarket for the resale of Deceptive Domains; (4) the deliberate tasting and kiting of Deceptive Domains; (5) the deliberate cybersquatting and typosquatting; (6) the derivation, use and generation of illegally obtained money/revenue/profit from their illegal and deceptive action; (7) the investment and transaction in the money and property obtained from their illegal actions; (8) the illegal use and intentional diminution of Lead Plaintiffs' and the putative Class Members' valuable property rights and interests; and, (9) the other related actions and omissions intended to generate revenue from the unauthorized, improper, and illegal use/infringements/dilution/misappropriation of Lead Plaintiffs' and the putative Class Members' property.

ANSWER: Oversee denies the allegations in Paragraph 3.

4. Defendants' scheme is being conducted through strategically contrived automated software/programs that mask the massive and intentional scale of the second-by-second, 24-hour, 7-day/week, scheme that produces ill-gotten money from Internet advertising and marketing generated by the use of Deceptive Domains that are identical to, substantially similar to, or confusingly similar to Distinctive and Valuable Marks, for their own commercial gain.

ANSWER: Oversee denies the allegations in Paragraph 4.

5. Defendants use semantics software programs to understand the "meaning" of Distinctive and Valuable Marks, and what goods and services are associated with those marks, and then register/license/traffic-in/use Deceptive Domains to generate revenue from advertisers that pay for advertising, usually competitor or identical or substantially similar products/services, in blatant violation of federal and state law. The process of generating revenue from the use of Deceptive Domains is referred to as "monetization" of domains.

ANSWER: To the extent the allegations in Paragraph 5 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 5 relate to the Defendants other than Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 5 and therefore denies the allegations. Oversee denies any and all remaining allegations in Paragraph 5.

6. Defendants have the practical ability to add filtering devices to their software to block Deceptive Domains without degrading the system's ability to provide advertising on appropriate legal and non-infringing domains, but willfully turn a blind eye, and simply refuse to implement said filtering and blocking devices

ANSWER: To the extent the allegations in Paragraph 6 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 6 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 6 and therefore denies the allegations.

7. Defendant Google is integral to, controls, and directs the Deceptive Domain Scheme, in part, in the following ways:

a. Defendant Google creates, devises, contracts for, arranges, places, collects revenue from, monitors and otherwise controls almost all of the revenue-generating, advertising and marketing involved in this lawsuit ("Google Adwords Advertising");

b. Defendant Google contrived, created, monitors and controls the largest internet advertising network in the world ("Google Network" as defined herein) providing the exclusive mechanism by which AdWords Advertisers can "reach" three out of every four internet users in the world;

c. Defendant Google controls and proscribes membership and participation in the Google Network;

d. Defendant Google effectuates the illegal Deceptive Domain Scheme by controlling both the AdWords Advertisers' access to domains/sites/video/search results on the internet (that are members of the Google Network), and then in turn controlling the Google Network's access to the AdWords Advertisements. Both must comply and agree to all terms and conditions proscribed by Defendant Google ;

e. Defendant Google contractually restricts parking companies, domain registrants, licensees and aggregators from placing any advertising or marketing, other than Defendant Google AdWords Advertising, on their sites as a term of participation in the Google Network;

f. Defendant Google created, within the Google Network, a hierarchical system in which all decision-making is directly or indirectly under its control, and that requires small domain portfolio owners/licensees and aggregators to license and monetize their sites only derivatively through the parking companies (or a select few Google-approved members of the Google Network) and to share revenue with the parking companies;

g. Defendant Google exclusively collects, deposits, and distributes the advertising revenue generated from AdWords advertisements on the Google Network. Only Defendant Google knows exactly how much revenue is generated from which AdWords advertisements, and "where" it was generated throughout the Google Network;

h. Defendant Google determines which parking companies, domain registrants, domain licensees, and domain aggregators can monetize domains, monetize Deceptive Domains, and/or otherwise participate in the Google Network and the Deceptive Domain Scheme;

i. Defendant Google controls the creation, placement and revenue generated from each AdWords advertisement throughout the Google Network; and

j. Defendant Google's proprietary software and technology is used to generate AdWords advertising content, direct and place AdWords advertising, transact in the money generated from the AdWords advertising, generate and distribute reports related to the monetization of domains/sites/video/search results in the Google Network, as well as all other aspects of the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 7 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 7 relate to the Defendants other than Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 7 and therefore denies the allegations. Oversee denies any and all remaining allegations in Paragraph 7.

8. Defendants have actual and constructive knowledge of the illegal actions alleged herein and materially contribute to the illegal actions alleged herein, by among other things, contriving, designing, inducing, encouraging, facilitating and producing the networks, functions, and programs that result in the proliferation of the infringements.

ANSWER: To the extent the allegations in Paragraph 8 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 8 and therefore denies the allegations.

9. Defendants receive and will continue to receive direct financial benefits from the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 9 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 9 do not relate to Oversee,

Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 9 and therefore denies the allegations.

10. As a direct and proximate result of Defendants' unlawful conduct and illegal conspiracy, Lead Plaintiffs and putative Class Members have suffered injury to their businesses and property, suffered economic harm, and continue to be otherwise injured and damaged by Defendants' ongoing illegal conduct set forth herein.

ANSWER: To the extent the allegations in Paragraph 10 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 10 and therefore denies the allegations.

11. Lead Plaintiffs and putative Class Members also have, and will continue to have, their reputation and value of their Distinctive and Valuable Marks diminished/diluted as a direct result of Defendants' ongoing Domain Scheme and other unlawful activity alleged herein.

ANSWER: To the extent the allegations in Paragraph 11 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 11 and therefore denies the allegations.

12. Therefore, Lead Plaintiffs bring this thirteen (13) Count class action complaint pursuant to Rule 23 of the Federal Rules of Civil Procedure on their own behalf and on behalf of a class (the "Class") of similarly situated entities and individuals against Defendants under the Lanham Act, 15 U.S.C. § 1051 et seq.; the Anticybersquatting Protection Act, 15 U.S.C. § 1125(d); trademark infringement under 15 U.S.C. § 1114(1); false designation of origin under 15 U.S.C. § 1125(a); dilution under 15 U.S.C. § 1125(c); Racketeering Influenced Corrupt Organizations Act violations under 18 U.S.C. §1962(a), (c) and (d) ("RICO"), Interference with Prospective Economic Advantage, Common Law Trademark, Contributory Trademark, Vicarious Trademark, Unjust Enrichment, and Civil Conspiracy.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring an action as described in Paragraph 12. Oversee denies liability with respect to any and all allegations in Paragraph 12.

JURISDICTION AND VENUE

13. This Court has original federal question jurisdiction over this action. This Complaint is brought against Defendants under the Lanham Act, 15 U.S.C. § 1051 et seq.; the Anticybersquatting Consumer Protection Act, 15 US.C. § 1125(d); trademark infringement under 15 U.S.C. § 1114(1); false designation of origin under 15 U.S.C. § 1125(a); dilution under 15 U.S.C. § 1125(c); Racketeering Influenced Corrupt Organizations Act violations under 18 U.S.C. §1962(a), (c) and (d) ("RICO"), to recover treble damages and the costs of this suit, including

reasonable attorney's fees, for injunctive and equitable relief, and for the damages sustained by Lead Plaintiffs and the members of the Class by reason of Defendants' violations of federal law as more fully set forth hereunder.

ANSWER: To the extent the allegations in Paragraph 13 are legal conclusions, no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 13 except that it admits that Lead Plaintiffs' Complaint purports to state an action as described and Oversee does not contest subject matter jurisdiction.

14. This Court has jurisdiction over this action pursuant to 28 U.S.C. §§ 1331, 1337, and 1338, 18 U.S.C. §§1961, 1962, 1964, and other applicable federal statutes.

ANSWER: The allegations in Paragraph 14 contain legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 14.

15. This Court has supplemental jurisdiction over the claims in this Complaint that arise under state statutory and common law pursuant to 28 U.S.C. § 1367(a) because the state law claims are so related to the federal claims that they form part of the same case or controversy and derive from a common nucleus of operative facts.

ANSWER: The allegations in Paragraph 15 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 15.

16. This Court has in personam jurisdiction over each of the Defendants, as each was engaged in federal cybersquatting violations and trademark infringements that were directed at and/or caused damages to persons and entities residing in, located in, or doing business throughout the United States, including the Northern District of Illinois.

ANSWER: The allegations in Paragraph 16 contain legal conclusions to which no response is required. To the extent a response is required, and the allegations in Paragraph 16 relate to Oversee, Oversee denies the allegations. To the extent a response is required and the allegations in Paragraph 16 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 16 and therefore denies the allegations.

17. This Court has in personam jurisdiction over each of the Defendants, as each was engaged in RICO violations, committed RICO predicate acts, was involved in a RICO conspiracy, that was directed at and/or caused damages to persons and entities residing in, located in, or doing business throughout the United States, including the Northern District of Illinois.

ANSWER: The allegations in Paragraph 17 contain legal conclusions to which no response is required. To the extent a response is required, and the allegations in Paragraph 17 relate to Oversee, Oversee denies the allegations. To the extent a response is required and the allegations in Paragraph 17 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 17 and therefore denies the allegations.

18. Venue is proper in this judicial district pursuant to 15 U.S.C. § 22, 18 U.S.C. §1965(a), and 28 U.S.C. § 1391(b) and (c) because, during the Class Period, Defendants resided, transacted business, were found, or had agents in this district, and because a substantial part of the events giving rise to Lead Plaintiffs' claims occurred, and a substantial portion of the affected interstate trade and commerce described below has been carried out, in the Northern District of Illinois.

ANSWER: The allegations in Paragraph 18 contain legal conclusions to which no response is required. To the extent a response is required, and the allegations in Paragraph 18 relate to Oversee, Oversee denies the allegations. To the extent a response is required and the allegations in Paragraph 18 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 18 and therefore denies the allegations.

19. No other forum would be more convenient for the parties and witnesses to litigate this action.

ANSWER: The allegations in Paragraph 19 are legal conclusions to which no response is required. To the extent a response is required, and the allegations in Paragraph 19 relate to Oversee, Oversee denies the allegations. To the extent a response is required and the allegations in Paragraph 19 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 19 and therefore denies the allegations.

PARTIES

A. LEAD PLAINTIFFS

(i) Lead Plaintiff Vulcan

20. Lead Plaintiff VULCAN GOLF, LLC ("Vulcan Golf"), is an Illinois Limited Liability Company with its principal place of business located at 2701 DuKane Drive, St. Charles, Illinois 60174.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 20 and therefore denies the allegations.

21. Vulcan Golf was founded in 1995 to design and manufacture high performance innovative game improvement golf clubs for serious and recreational golfers.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 21 and therefore denies the allegations.

22. Vulcan Golf owns the trademark VULCAN and trade name Vulcan Golf (collectively the "Vulcan Marks"). The Vulcan Marks were publicized as of November 1993 and have been featured on the Internet, in various forms of media advertisements and in stories published throughout the United States.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 22 and therefore denies the allegations.

23. Vulcan Golf offers and provides a full array of golf and related products and services under the Vulcan Marks. Vulcan Golf uses the Vulcan Marks in connection with the provision of golf clubs, golf balls, golf lessons, custom golf club fitting and other golf accessories.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 23 and therefore denies the allegations.

24. The Vulcan Marks are widely known and recognized among consumers and members of the golfing community.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 24 and therefore denies the allegations.

25. The Vulcan Marks are unique and distinctive and, as such, designate a single source of origin.

ANSWER: The allegations in Paragraph 25 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 25.

26. Vulcan Golf's main Internet website using the Vulcan Marks and featuring information on many of the products and services of Vulcan Golf can be accessed via the domain name "www.VulcanGolf.com" which has been registered and used since May 1997.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 26 and therefore denies the allegations.

27. The Vulcan Marks are valid and enforceable trademarks. Vulcan Golf owns the following United States trademark registration for its Vulcan Marks: Trademark:

> VULCAN; Registration No. 1973892; Goods and Services Int'l Class 028. US 022 023 038 050. G & S: golf clubs; First Use: November 8, 1993. Registration Date May 14, 1996

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 27 and therefore denies the allegations.

28. Plaintiff Vulcan has been personally injured in its business and property as a direct and proximate result of the Deceptive Domain Scheme and violations set forth herein. The injury and damage suffered is economic and non-economic in nature and includes, but is not limited to: diversion of business; confusion; dilution of distinctive and valuable marks; loss of revenue; and other such related injury and damage.

ANSWER: To the extent the allegations in Paragraph 28 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 28 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 28 and therefore denies the allegations.

(ii) Lead Plaintiff JBSS

29. Lead Plaintiff, John B. Sanfilippo & Sons Inc. ("JBSS"), is a Delaware Corporation with its principal place of business located at 1703 N. Randall Road, Elgin, Illinois 60123.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 29 and therefore denies the allegations.

30. JBSS was founded in 1991 to manufacture and distribute a full line of edible nut products.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 30 and therefore denies the allegations.

31. JBSS owns trademarks including "Fisher" (collectively the "JBSS Marks"). The JBSS Marks were publicized as of 1995 and have been featured on the Internet, in various forms of media advertisements and in stores published throughout the United States.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 31 and therefore denies the allegations.

32. JBSS offers and provides a full array of nuts and related products and services

under the JBSS Marks. JBSS uses the JBSS Marks in connection with the sale of a complete product line of ingredient nuts, including pecans, almonds, walnuts, peanuts, cashews and pine nuts.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 32 and therefore denies the allegations.

33. The JBSS Marks are widely known and recognized among consumers.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 33 and therefore denies the allegations.

34. The JBSS Marks are unique and distinctive and, as such, designate a single source of origin.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 34 and therefore denies the allegations.

35. JBSS's main Internet website using the JBSS Marks and featuring information on many of the products and services of JBSS can be accessed via the domain name "www.Fishernuts.com" which has been registered and used since at least 1995.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 35 and therefore denies the allegations.

36. The JBSS Marks are valid and enforceable trademarks. JBSS owns the following United States trademark registration for its JBSS Marks:

> Trademark FISHER; Registration No. 1100900; First Use: 1937. Registration Date 04/11/77. 37.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 36 and therefore denies the allegations.

37. JBSS's primary corporate website is located at "www.FISHERNUTS.COM" and at "www.JBSSINC.COM".

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 37 and therefore denies the allegations.

38. Plaintiff JBSS has been personally injured in its business and property as a direct and proximate result of the Deceptive Domain Scheme and violations set forth herein. The injury and damage suffered is economic and non-economic in nature and includes, but is not limited to: diversion of business; confusion; dilution of distinctive and valuable marks; loss of revenue; and other such related injury and damage.

ANSWER: To the extent the allegations in Paragraph 38 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 38 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 38 and therefore denies the allegations.

(iii) Lead Plaintiff BLITZ

39. Lead Plaintiff Blitz is an Illinois Corporation with its principal place of business located in Geneva, Illinois 60134.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 39 and therefore denies the allegations.

40. Blitz was founded in 2006 and engages in the real estate business. Blitz offers real estate brokerage and sales services for commercial and residential real estate. Blitz has a logo and promotes its services with flyers, signs, business cards, Internet/website, and other such related methods.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 40 and therefore denies the allegations.

41. Blitz maintains a website at www.blitzrealtygroup.com as an integral part of its business operations. Blitz uses its website to display properties for sale in the local area, and to introduce its company and services to prospective and current customers.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 41 and therefore denies the allegations.

42. Blitz has valid, enforceable, protected and valuable legal rights to the use of the names, “Blitz”, “Blitz Realty” and “Blitz Real Estate” (collectively the “Blitz Marks”) in the local northern Illinois area. Blitz has used its names and logo since at least 2002 in commerce, for business purposes, in connection with its real estate operations located in Illinois, as well as, having been featured on the Internet, in various forms of advertisements.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 42 and therefore denies the allegations.

43. Blitz offers and provides a full array of real estate services under the Blitz Marks.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 43 and therefore denies the allegations.

44. The Blitz Marks are widely known and recognized among the community in northern Illinois.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 44 and therefore denies the allegations.

45. The Blitz Marks are unique and distinctive and, as such, designate a single source of origin.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 45 and therefore denies the allegations.

46. Blitz's main Internet website using the Blitz Marks and featuring information on many of the products and services of Blitz can be accessed via the domain name www.blitzrealtygroup.com which has been registered and used since 2006.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 46 and therefore denies the allegations.

47. After Blitz's Distinctive and Valuable Mark became famous, Defendants monetized Deceptive Domains (including www.blitzrealty.com) to unlawfully generate revenue from infringing/using Blitz's Distinctive and Valuable Mark.

ANSWER: To the extent the allegations in Paragraph 47 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 47 and therefore denies the allegations.

48. The gross and blatant intent of Defendants, Google and Oversee, to make and transact in money from directly infringing/monetizing Blitz's Distinctive and Valuable Mark, is illustrated by their bold placement of competitor advertisements for Geneva, Illinois real estate services on the deceptive domain www.blitzrealty.com.

ANSWER: To the extent the allegations in Paragraph 48 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 48 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 48 and therefore denies the allegations.

49. Defendants Google and Oversee exclusively use the deceptive domain www.blitzrealty.com for monetization purposes, insofar as the only content associated with the Deceptive Domains are revenue-generating advertisements.

ANSWER: To the extent the allegations in Paragraph 49 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 49 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 49 and therefore denies the allegations.

50. The predatory, deceptive, and illegally infringing conduct of Defendants, Google and Oversee, toward Blitz (a small, local real estate company) demonstrates the egregious and widespread implementation of the Defendants' Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 50 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 50 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 50 and therefore denies the allegations.

51. Like Blitz, the Class includes tens of thousands of small businesses and commercial entities throughout the United States that have property rights in Distinctive and Valuable Marks that Defendants boldly and wantonly infringe on by their second-by-second, hour-by-hour, daily Internet scheme.

ANSWER: To the extent the allegations in Paragraph 51 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 51 relate to the Defendants other than Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 51 and therefore denies the allegations. Oversee denies any and all remaining allegations in Paragraph 51.

52. Plaintiff Blitz has been personally injured in its business and property as a direct and proximate result of the Deceptive Domain Scheme and violations set forth herein. The injury and damage suffered is economic and non-economic in nature and includes, but is not limited to, diversion of business, confusion, dilution of Distinctive and Valuable Marks, loss of revenue, and other such related injury and damage.

ANSWER: To the extent the allegations in Paragraph 52 relate to Oversee, Oversee denies the allegations. To the extent the allegations in Paragraph 52 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 52 and therefore denies the allegations.

(iv) Lead Plaintiff BO JACKSON

53. Lead Plaintiff Vincent E. "Bo" Jackson is a famous person.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 53 and therefore denies the allegations.

54. Bo Jackson resides in the Northern District of Illinois and is an Illinois resident.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 54 and therefore denies the allegations.

55. Bo Jackson was born November 30, 1962, and became famous at least on or about 1985 when he won the 1985 Heisman Trophy as the most outstanding college football player in the United States.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 55 and therefore denies the allegations.

56. Bo Jackson was a first round draft pick (1st picked) into the National Football League ("NFL"). Bo Jackson was a multi-sport professional athlete who played both professional football and professional baseball.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 56 and therefore denies the allegations.

57. Bo Jackson played running back for the Los Angeles Raiders NFL football team.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 57 and therefore denies the allegations.

58. Bo Jackson played left field and designated hitter for the Kansas City Royals, the Chicago While Sox, and the California Angels of the American League in Major League Baseball.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 58 and therefore denies the allegations.

59. Bo Jackson was the first ever athlete to be named an All-Star in two major professional sports, and is considered on information and belief to be the best "two-sport athlete" in the history of sports.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 59 and therefore denies the allegations.

60. As a multi-sport professional football player and baseball player, Bo Jackson has been featured in numerous commercial advertisements.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 60 and therefore denies the allegations.

61. In 1989 and 1990, Bo Jackson achieved national commercial fame through the "Bo Knows" advertising campaign (Advertising Nike, Inc. cross-training shoes that had his name).

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 61 and therefore denies the allegations.

62. Bo Jackson has, and continues, to generate revenue from his fame (sale of memorabilia, paid advertisements, etc.).

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 62 and therefore denies the allegations.

63. Bo Jackson has a valid and enforceable legally protectable interest in his name.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 63 and therefore denies the allegations.

64. Bo Jackson has suffered and continues to suffer injury to his person, business, and property as a direct and proximate result of the Deceptive Domain Scheme and violations set forth herein. The injury and damage suffered is economic and non-economic in nature and includes, but is not limited to: diversion of business; confusion, damage to reputation; dilution of distinctive and valuable famous name; loss of revenue; and other such related injury and damage.

ANSWER: To the extent the allegations in Paragraph 64 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 64 and therefore denies the allegations.

(v) Deceptive Domains Infringing Lead Plaintiffs' Distinctive and Valuable Marks

65. Defendants taste, register, license, own, traffic in, monetize and/or otherwise utilize and control Deceptive Domains that are identical and/or substantially similar to Lead Plaintiffs, including but not limited to the following:

Domain Name	Defendant(s)	Date Of Use
VULCAN GOLF LLC		
VolcanGolf.com	Dotster, Google	Cited in Complaint, Deleted, Re-registered and Used After Complaint Filed
wwwVulcanGolf.com	Dotster, Oversee.net, Google	Cited in Complaint, Deleted, Re-registered and Used After Complaint Filed
VulcnaGolf.com	Dotster, Google	Registered and Used After Complaint Filed
VulcanGolfClubs.com	Oversee.net, Google	Registered and Used After Complaint Filed, Deleted, Registered and Used After MTD Filed, Currently in use.
VulcanGolfTechnology.com	Oversee.net, Google	Registered and Used After Complaint Filed
VulconGolf.com	Oversee.net, Google	Registered and Used After Complaint Filed
VulganGolf.com	Dotster, Google	Registered and Used After MTD Filed
VulgonGolf.com Vulcanogolf.com	Dotster, Google Sedo, Google	Registered and Used After MTD Filed Registered and Used Prior To and After Complaint Filed
JOHN B. SANFILIPPO & SON, INC.		
wwwfishernuts.com	Dotster, Google	
fishersnuts.com	IREIT, Google	
fisherpeanuts.com	Dotster, Google	
fisherpeanut.com	Dotster, Google	
fishernutrecipes.com	Dotster, Google	
fischernuts.com	Oversee.net, Google	
wwwjbssinc.com	Oversee.net, Google	
johnsanfilliposons.com	Dotster, Google	
BO JACKSON		
nobojackson.com	Sedo, Google	

aintnobojackson.com	Sedo, Google
BLITZ REALTY GROUP	
BlitzRealty.com	Oversee.net, Google

ANSWER: Oversee admits that it registered and monetized the domain names VulcanGolfClubs.com and fischernuts.com. Oversee further admits that it monetized the domain names BlitzRealty.com, Fishersnuts.com, Volcangolf.com, VulconGolf.com, wwwfishernuts.com, wwwjbssinc.com and wwwVulcanGolf.com. Except as expressly admitted, Oversee denies any and all remaining allegations in Paragraph 65 to the extent they relate to Oversee. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 65 and therefore denies those allegations.

(vi) The Putative Class

66. Lead Plaintiffs bring this action on their individual behalf's and on behalf of a class consisting of the following:

> Any and all individuals and/or entities (excluding governmental entities, Defendants, and Defendants' parents, predecessors, subsidiaries, affiliates, agents and Defendants' co¬conspirators) domiciled within the United States that own or are a licensee of a "Distinctive or Valuable Mark" that has been infringed, diluted, cybersquatted, typosquatted, and/or otherwise improperly used by one or more of the Defendants, as part of the Deceptive Domain Scheme alleged herein, during the period January 1, 2002 through the present.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring this action on behalf of the individuals and class described in Paragraph 66. Except as expressly admitted, Oversee denies any and all remaining allegations in Paragraph 66.

DEFENDANTS

(i) Named Defendants

67. Defendant Google is a publicly held corporation that was incorporated in California in September 1998 and reincorporated in Delaware in August 2003. Its headquarters is located at 1600 Amphitheatre Parkway, Mountain View, California 94043. Defendant Google's website is located at www.Google.com. In the year 2006, Defendant Google earned $10.6 Billion in revenue, a large percentage of which was earned from its advertising enterprise.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the

allegations in Paragraph 67 and therefore denies the allegations.

68. This Court has personal jurisdiction over Defendant Google because it conducts substantial business within this district, has engaged in acts or omissions within this judicial district causing injury, has engaged in acts outside this judicial district causing injury within this judicial district, and has engaged in conduct related to the unlawful activities at issue in this action causing injury and harm in this judicial district, and/or has otherwise made or established contacts with this judicial district sufficient to permit the exercise of personal jurisdiction.

ANSWER: The allegations in Paragraph 68 are legal conclusions to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 68 and therefore denies the allegations.

69. Defendant Oversee.net is a resident of California with its Corporate Headquarters at 818 West 7th Street, Suite 700, Los Angeles, California 90017.

ANSWER: Oversee admits that it is a resident of California and that its corporate headquarters are located in Los Angeles, California. Oversee further states that its corporate headquarters are located at: 515 S. Flower Street, Suite 4400, Los Angeles, CA 90071. Except as expressly admitted, Oversee denies the allegations in Paragraph 69.

70. This Court has personal jurisdiction over Defendant Oversee because it conducts substantial business within this district, has engaged in acts or omissions within this judicial district causing injury, has engaged in acts outside this judicial district causing injury within this judicial district, and has engaged in conduct related to the unlawful activities at issue in this action causing injury and harm in this judicial district, and/or has otherwise made or established contacts with this judicial district sufficient to permit the exercise of personal jurisdiction.

ANSWER: The allegations in Paragraph 70 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 70.

71. Defendant Sedo, LLC, is a division of Sedo GmbH of Cologne, Germany. Defendant Sedo has it principal place of business located at: One Broadway, 14th Floor Cambridge, Massachusetts 02142.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 71 and therefore denies the allegations.

72. As of February 1, 2007, Defendant Sedo actively managed a database of over 7,000,000 domain names, including at least 3,000,000 undeveloped parked domain names.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 72 and therefore denies the allegations.

73. This Court has personal jurisdiction over Defendant Sedo because it conducts substantial business within this district, has engaged in acts or omissions within this judicial district causing injury, has engaged in acts outside this judicial district causing injury within this judicial district, and has engaged in conduct related to the unlawful activities at issue in this Complaint causing injury and harm in this judicial district, and/or has otherwise made or established contacts with this judicial district sufficient to permit the exercise of personal jurisdiction.

ANSWER: The allegations in Paragraph 73 are legal conclusions to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 73 and therefore denies the allegations.

74. Defendant Dotster is a Delaware corporation located at 8100 NE Parkway Dr., Suite 300, Vancouver, Washington 95622. Dotster acts as both a domain name registrar and also owns a large portfolio of domain names many of which are Deceptive Domains.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 74 and therefore denies the allegations.

75. This Court has personal jurisdiction over Defendant Dotster because it conducts substantial business within this district, has engaged in acts or omissions within this judicial district causing injury, has engaged in acts outside this judicial district causing injury within this judicial district, and has engaged in conduct related to the unlawful activities at issue in this action causing injury and harm in this judicial district, and/or has otherwise made or established contacts with this judicial district sufficient to permit the exercise of personal jurisdiction.

ANSWER: The allegations in Paragraph 75 are legal conclusions to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 75 and therefore denies the allegations.

76. Defendant IREIT is a Delaware corporation having its principal place of business in Houston, Texas. As of May 12, 2007, Defendant IREIT owns and actively manages over 400,000 domain names many of which are Deceptive Domains.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 76 and therefore denies the allegations.

77. This Court has personal jurisdiction over Defendant IREIT because it conducts substantial business within this district, has engaged in acts or omissions within this judicial district causing injury, has engaged in acts outside this judicial district causing injury within this judicial district, and has engaged in conduct related to the unlawful activities at issue in this action causing injury and harm in this judicial district, and/or has otherwise made or established contacts with this judicial district sufficient to permit the exercise of personal jurisdiction.

ANSWER: The allegations in Paragraph 77 are legal conclusions to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 77 and therefore denies the allegations.

78. Defendants Oversee, Sedo, Dotster, IREIT and unnamed co-conspirators, are referred to collectively herein as the "Parking Company" Defendants.

ANSWER: Oversee admits that the Complaint refers to defendants Oversee, Sedo, Dotster and IREIT as the "Parking Company" Defendants. Except as expressly admitted, Oversee denies the allegations in Paragraph 78.

79. Each Defendant has acted in concert, and is independently profiting and deriving commercial gain from the illegal conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 79 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 79 and therefore denies the allegations.

(ii) Unnamed Co-Conspirators

80. On information and belief, at all relevant times, other "Parking Companies," registrants, and domain registrars, the identities of which are unknown to Lead Plaintiffs, participate in the Deceptive Domain Scheme engaging in "Domain Tasting" and "Domain Kiting," (as defined herein) referred to herein as John Does I-X (collectively, the "Co-conspirators"), willingly conspired with other Defendants in the Deceptive Domain Scheme and in their fraudulent, illegal, and deceptive actions, including but not limited to, RICO violations, and various state law violations. All averments herein against named Defendants are also averred against these unnamed co-conspirators as though set forth at length.

ANSWER: Oversee admits that the Complaint purports to assert claims against Defendants and unnamed others. Except as expressly admitted, and to the extent the allegations in Paragraph 80 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 80 and therefore denies the allegations.

(iii) Defendants' Agents

81. The acts alleged to have been done by Defendants were authorized, ordered or done by their directors, officers, agents, employees, subsidiaries, or representatives while actively engaged in the management of each of the Defendants' affairs, for Defendants'

commercial gain on behalf of and for the benefit of Defendants, as co-conspirators, and against Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 81 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 81 and therefore denies the allegations.

82. Each of the Defendants acted for itself and by and through its local agents, who act on the Defendants' behalf. As such, each Defendant is responsible for all acts or omissions of any of its agents which relate to allegations contained herein. The acts complained of herein have been within the actual or apparent authority of the Defendants, have been for their benefit, and have been ratified by Defendants.

ANSWER: To the extent the allegations in Paragraph 82 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 82 and therefore denies the allegations.

DEFINITIONS

83. For purposes of this Complaint, the following terms will be deemed to have the following meanings:

A. ***Deceptive Domains:*** as used in this Complaint, means: a domain that is tasted, registered, licensed, monetized, trafficked in and/or otherwise used, for commercial gain, that is identical to or confusingly similar to a Distinctive and Valuable Mark.

B. ***Distinctive and Valuable Marks****:* as used in this Complaint, means: venerable, valuable, distinctive, famous, registered or common law trademarks, trade names, logos, famous names, corporate names, domain names, and other such distinctive/valuable marks.

C. ***Domain Forwarding:*** as used in this Complaint, means: configuring a website such that when a user requests that website, the user is forwarded onwards to some other site at a different domain name.

D. ***Domain Kiting:*** as used in this Complaint, means: the practice of registering a domain name and then deleting that domain name within five (5) days of registration, for a full refund, and then re¬registering that same domain name to avoid paying the domain registration fee.

E. ***Domain Names:*** as used in this Complaint, means: a textual identifier registered within the Domain Name System. A domain name comprises two or more components, each separated by a period. The right¬most component is the top¬level domain, such as .com or .org. Most domain names are registered directly within a top¬level domain, e.g. google.com. Domain names consist of letters, numbers, periods, and hyphens, but no other characters.

F. ***Domain Registrars:*** as used in this Complaint, means: an organization, such as Network Solutions, that registers domains within top¬level domains. Persons that seek a domain name can obtain one from a domain registrar.

G. ***Domain Tasting:*** as used in this Complaint, means: the practice of domain registrants registering a domain name to assess its profitability for the display of online advertising. Via the tasting procedure, a registrant may return a domain name within five days for a full refund. Domain tasters typically delete domain names that they project to be unprofitable, or delete domain names to avoid the registration fee as part of the "Domain Kiting" process.

H. ***Google AdWords Advertising/Advertisements:*** as used in this Complaint, means Adwords advertisements and any other Google controlled advertisements that are internet/electronic advertising and marketing (CPC, PPC, banner, pop¬up, pay¬per¬impression, etc), that are designed, placed, effectuated, directed and/or otherwise controlled by Google, and that are placed/displayed/monetized through the Google Network. Also referred to herein as "Google Advertising/Advertisements."

I. ***Google AdWords Network:*** as used in this Complaint, means: the thousands of advertisers worldwide that contract with and/or pay Google for the placement/display of AdWords advertisements throughout the Google Network. Also referred to herein as "Google AdWords Advertisers."

J. ***Google Network:*** as used in this Complaint, means: the large group of websites and other products, such as email programs and blogs, who have partnered with Google to display AdWords ads.

http://adwords.google.com/support/bin/answer.py?answer=6104&ctx=sibling

It is the association of individuals/entities that collectively provide the internet advertising network whereby AdWords advertisements are displayed and monetized. The Google Network consists of: (1) Defendant Google, (2) the Parking Company Defendants; (3) Google Search Network (America Online, CompuServe, Netscape, AT&T Worldnet, EarthLink, Sympatico, and others); (4) Google Content site partners (New York Post Online Edition, Mac Publishing (includes Macworld.com, JavaWorld,LinuxWorld), HowStuffWorks, and others), (5) Google AdSense Network (Parking Company Defendants, Domain Aggregators, Domain Registrants, and other third party website owners, blog sites, domain registrants, licensees and aggregators that enter into agreements with Defendant Google for the monetization, of domains under their license/control/ownership. Defendant Google in describing this "Google Network" on its website, affirms as follows: "Search and content sites, and on other products and blogs. The Google Network is the largest advertising network available online, reaching over 86% of Internet users worldwide."

http://adwords.google.com/support/bin/answer.py?answer=6119

K. ***Google AdSense Network:*** as used in this Complaint, means the individuals/entities that participate in Google AdSense. The Google AdSense Network consists of:

i. AdSense For Content: as used in this Complaint means: AdSense Network partners that contract with Google to allow AdWords Advertisements to be placed/displayed on domains/webpages under their ownership, license, registration, and or other control. As explained by Defendant Google on its website: “The Google content network comprises hundreds of thousands of high-quality websites, news pages, and blogs that partner with Google to display targeted AdWords ads. When you choose to advertise on the content network, you can expand your marketing reach to targeted audiencesand potential customers-visiting these sites every day. There's no larger network for contextual advertising in the world.” It includes, but is not limited to the following individuals/entities: https://adwords.google.com/select/afc.html

ii. AdSense for Domains: as used in this Complaint means: AdSense Network partners that contract with Google to allow AdWords Advertisements to be placed/displayed on parked domains/webpages under their ownership, license, registration, and or other control, based on the meaning of the “domain names” Defendant Google explains on its website: AdSense for domains allows domain name registrars and large domain name holders to unlock the value in their parked page inventory. AdSense for domains delivers targeted, conceptually related advertisements to parked domain pages by using Google’s semantic technology to analyze and understand the meaning of the domain names. Our program uses ads from the Google AdWords network, which is comprised of thousands of advertisers worldwide and is growing larger everyday. Google AdSense for domains targets web sites in over 25 languages, and has fully localized segmentation technology in over 10 languages. http://www.google.com/domainpark/index.html

iii. AdSense for Search: as used in this Complaint means: AdSense Network partners that contract with Google to allow AdWords Advertisements to be placed/displayed in their associated search results. As Defendant Google explains on its website, the: “(g)lobal search network which includes, but is not limited to, Google Product Search and Google Groups and the following entities:

http://adwords.google.com/support/bin/answer.py?answer=6119

iv. AdSense for Mobile: as used in this Complaint means: AdSense Network partners that contract with Google to allow AdWords Advertisements to be placed/displayed on mobile webpages under their ownership, license, registration, and or other control.

v. AdSense for Video: as used in this Complaint means: AdSense Network partners that contract with Google to allow AdWords Advertisements to be placed/displayed within video streams under their ownership, license, registration, and or other control.

L. ***Google AdSense Program:*** as used in this Complaint, means: the technology, systems, and processes that Google developed, formulated, controls and uses to operate the displaying of Google AdWords advertisements on the domains/sites in the Google AdSense program, including but not limited to the Google AdSense Program, AdSense for Search, AdSense for Mobile, AdSense for Domains and AdSense for Content Programs (collectively referred to herein as "Google AdSense").

M. ***Masked Redirection / Framed Forwarding / Stealth Forwarding:*** as used in this Complaint, means: a method or system for preventing a user's web browser from accurately reporting the true origin of the content the user is viewing. Through such methods, a user can request one domain name and see that address in the browser's Address Bar, even as the user actually is shown content from a different destination.

N. ***Monetize / monetization:*** as used in this Complaint, means: the practice of using a domain/website for commercial gain by generating revenue from internet advertising placed/displayed/associated with said domain/website.

O. ***Parked Domains:*** as used in this Complaint, means: a domain which is undeveloped and contains little or no content, except for revenue generating advertisements.

P. ***Parking Companies:*** as used in this Complaint, mean: a company that aggregates and licenses numerous domain names, develops and monetizes domains/websites with revenue generating advertisements, and contracts with Defendant Google for participation in the Google Network and to monetize all domains/websites under its license, ownership, registration, and/or other control.

ANSWER: Paragraph 83 does not contain any allegations directed at Oversee and therefore no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 83.

BACKGROUND ALLEGATIONS

84. Internet users are well-accustomed to "domain names" which identify computers on the Internet and the websites available on those computers. To reach a website a user types that site's domain name into the user's web browser.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny that internet users are well-accustomed to "domain names" and therefore denies that allegation. Oversee admits that computer users may reach websites on the internet by typing the site's domain name into the user's web browser. Except as expressly admitted, Oversee denies any and all remaining allegations in Paragraph 84.

85. Each domain name must be unique, even if it differs from another domain name by only one character (e.g., “vulcangolf.com” is different from “volcangolf.com” or “wwwvulcangolf.com”).

ANSWER: Oversee admits the allegations in Paragraph 85.

86. A domain name can be registered to only one entity, the “domain registrant.”

ANSWER: Oversee admits the allegations in Paragraph 86.

87. A domain registrant must pay an annual fee to a registrar for the domain name.

ANSWER: Oversee admits the allegations in Paragraph 87.

88. As described by Network Solutions, one of the preeminent domain registration companies:

> *A domain name is really just your address on the Internet. It’s where people can find you, and it serves as your online identity. Businesses typically register domain names with their company name and sometimes also register their product names. Individuals often register family names or names that have a personal interest to them.*
>
> *Domain names have two parts: the label and the extension, or top-level domain, separated by a ‘dot.’ In NetworkSolutions.com, ‘NetworkSolutions’ is the label and ‘com’ is the top-level domain.*

ANSWER: Oversee admits that domain names consist of a label and an extension, or top-level domain, separated by a ‘dot.’ Except as expressly admitted, Overseee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 88 and therefore denies the allegations.

89. A significant number of domain names are inadvertently misspelled by internet users, creating a large market for “typo” domain names that exploit and monetize typo traffic at the mark holder’s expense. This practice, known as typosquatting, is estimated to cost mark holders millions of dollars each year in lost revenues and fraud.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 89 and therefore denies the allegations.

A. General Background - Defendant GOOGLE

(i) Defendant Google's Operations

90. Defendant Google creates, develops, sponsors, promotes, maintains, manages, and directs the largest single online marketing/advertising business in the world.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 90 and therefore denies the allegations.

91. In 2004, 2005, and 2006, Defendant Google generated approximately 99% of its annual revenue from its AdWords advertisers (See 2006 Google 10K at 20, 38 and 40).

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 91 and therefore denies the allegations.

92. Much of the AdWords advertiser revenue is generated from "cost-per-click/pay-per-click (CPC/PPC)" advertising wherein the AdWords advertiser pays for each "click" on a particular advertisement displayed on the Google Network. Aggregate paid clicks on Google Network sites increased by 65% from year-end 2005 through year end 2006 (See 2006 Google 10K at 43).

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 92 and therefore denies the allegations.

(ii) Defendant Google's AdWords Program and the AdSense Network

93. Defendant Google utilizes its power and control over the AdWords Program, in conjunction with its power and control over the Google Network, in effectuating the Deceptive Domain Scheme described herein.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 93 and therefore denies the allegations.

94. Defendant Google's AdWords Program is an automated auction-based advertising program that places advertisements throughout the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 94 and therefore denies the allegations.

95. Since approximately January 2002, Google AdWords advertisers have paid Defendant Google for advertisements on a CPC/PPC basis. (See 2006 Google 10K at 38). That is, AdWords advertisers pay Defendant Google each time an AdWords advertisement is clicked.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 95 and therefore denies the allegations.

96. Defendant Google offers AdWords advertisers a number of other types of Internet advertising and marketing options, with varying payment options, *for advertisements placed throughout the Google Network.*

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 96 and therefore denies the allegations.

97. In order to attract AdWords advertisers, thus exponentially increasing revenue, Defendant Google has to be able to offer an appealing internet "reach," which is measured by how many internet users it is capable of reaching. Defendant Google can only offer that reach through utilization of the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 97 and therefore denies the allegations.

98 Defendant Google's strategic creation and control over the Google Network allows it to maximize revenue by offering AdWords advertisers access to its extensive Google Network of domains/sites/video/search results on which advertisements can be displayed to internet users.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 98 and therefore denies the allegations.

(iii) Google AdSense for Domains Network

99. The Google Network is comprised of a number of persons and programs, including the Google AdSense for Domains Network. Google created, designed and implemented the Google AdSense For Domains Program for the purpose of dramatically increasing AdWords advertising revenue by monetizing "parked, non-content" sites that exclusively contain Defendant Google CPC/PPC advertisements. Defendant Google AdSense for Domains is only for undeveloped/parked domains.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 99 and therefore denies the allegations.

100 When an internet user arrives at a domain/site participating in the AdSense® for Domains Network, Defendant Google is almost certain to generate AdWords advertising revenue because every link on the landing page is a revenue generating CPC/PPC link.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 100 and therefore denies the allegations.

101. Defendant Google's AdSense Program is the most successful revenue-generating program within the Google Network for generating AdWords advertising revenue. Defendant Google has millions of domains under its direct or indirect license, use, control, and management, including Deceptive Domains, through its AdSense for Domains program.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 101 and therefore denies the allegations.

102. Defendant Google approves and controls the participation of every domain in the Google Network, including the Google AdSense for Domains program, via a number of different written agreements. Defendant Google requires, as a term of participation in the Google Network, that each participant make Defendant Google the authorized licensee of every domain/site that will be participating in the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 102 and therefore denies the allegations.

103. Defendant Google uses a Google Services Agreement and GSA Order Form Terms and Conditions, as well as other written instruments to contract with the Parking Company Defendants and other Google Network members. Each Parking Company Defendant has entered into a substantially similar agreement with Defendant Google. However, said Agreements are not publicly available and are under the exclusive possession and control of Defendants in this action. However, one Parking Company Agreement, which is substantially similar and uses the standard template agreement, is the publicly available agreement between Defendant Google and the Parking Company, NameMedia, Inc, ("NameMedia Agreement"), which can be found at

http://www.sec.gov/Archives/edgar/data/1391323/000095013507007513/b64222a1exv10w10.html

Each Parking Company Defendant has entered into agreements with Defendant Google that contain the following identical and/or substantially similar provisions as found in the in the NameMedia Agreement:

> **6.2. Operation of AFD Services.** For any and all AFD Queries received by Customer from End Users, Customer shall (without editing, modifying or filtering such AFD Queries individually or in the aggregate) send such AFD Queries to Google via the AFD Protocol. Without limiting the foregoing, in order to be deemed a "Valid Domain Query", each such Domain Query sent to Google (a) must be from a Valid IP Address; (b) must contain a Client ID; (c) must include [***] and [***]; and (d) must be [***] in conformance with the [***] and other requirements of this Agreement. Upon Google's receipt of a Valid Domain Query as described above, Google will transmit to Customer an AFD Results Set, via Google's network interface using the AFD Data Protocol. Customer shall then display, in each instance, the entire AFD Results Set that corresponds to such Domain Query, without editing, filtering, reordering, truncating or otherwise modifying such AFD Results Set. Google will not be responsible for receiving any AFD Queries directly from End Users or any other third party, for transmission of data between Customer and Google's network interface, or for displaying any applicable AFD Results Set(s) to End Users. Google may, at its sole discretion, cease or suspend delivery of Paid Results in response to any

Domain Query transmitted by Customer hereunder and will endeavor to provide notice of cessation or suspension to Customer where reasonably practical. All Landing Pages and AFD Results Pages will be hosted and served to End Users by Customer on the Sites in accordance herewith.

6.4.1. Third Party Sites. Notwithstanding the terms to the contrary contained in the GSA, Customer may additionally transmit AFD Queries to Google hereunder which originate not from Authorized Names, but from End Users accessing Third Party Sites. For the purposes of this Section, a "Third Party" is either (a) a Registrant (as defined in the GSA) or (b) an entity duly, expressly and exclusively authorized by each of the Registrant(s) of a URL, through a valid and fully enforceable written or click¬through agreement with each such Registrant, to permit Customer, and in turn Google, to use the URLs in performing the Services, that has entered into a fully enforceable written or click¬through agreement with Customer to provide advertising, search results, and/or hyperlinked keyword or category listings in connection with URLs owned or parked with the Third Party ("Third Party Sites"). As used in the Order Form and GSA. Authorized Name shall be deemed to include Third Party Sites. Customer shall implement a separate tracking ID, as specified by Google, for Queries originating from Third Party Sites. (emphasis added)

ANSWER: Oversee admits that it entered into a contract with Google and that terms of the contract are contained in written instruments including a Google Services Agreement and a GSA Order Form. Except as expressly admitted, and to the extent the allegations in Paragraph 103 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 103 and therefore denies the allegations.

104. Defendant Google knows, condones, and ratifies the use and monetization of parked domains with AdWords advertisements, in its Google AdSense for Domains program, that are Deceptive Domains, as defined herein. Defendant Google places AdWords advertisements, on Domains in the AdSense for Domains program, based upon the meaning of the domain name. As explained by Defendant Google: "AdSense for domains delivers targeted, conceptually related advertisements to parked domain pages by using Google's semantic technology to analyze and understand the meaning of the domain names." http://www.google.com/domainpark/

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 104 and therefore denies the allegations.

105. Defendant Google provides a number of tools, instructions and other directives that enable partners in the AdSense for Domains Network to redirect internet traffic from the domain names they own and/or control to Defendant Google's AdSense for Domains Program, where Defendant Google causes revenue generating AdWords advertisements to resolve.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the

allegations in Paragraph 105 and therefore denies the allegations.

106. Defendant Google processes all domain names in the Google Network, including but not limited to those participating in the AdSense for Domains Program, using Defendant Google's sophisticated semantic technology.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 106 and therefore denies the allegations.

107. Defendant Google's semantic technology analyzes and understands the meaning of each domain names, including determining what "internet users" will likely be looking for when they type in said domain.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 107 and therefore denies the allegations.

108. Defendant Google also generates the HTML code and/or XML feed used to display the AdWords advertisements throughout the Google Network. .

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 108 and therefore denies the allegations.

109. HTML refers to *"Hypertext Markup Language,"* a language used for the creation of web pages.

ANSWER: Oversee admits the allegations in Paragraph 109.

110 Defendant Google's HTML contains paying Defendant Google advertisers, such as pay-per click advertisers, and related ad categories, which when clicked on bring up more Defendant Google advertisers.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 110 and therefore denies the allegations.

111. Defendant Google and other Google Network Members, including but not limited to the Parking Company Defendants, collaborate in the placement of AdWords advertisements on domains/sites and in the design/optimization of the landing pages associated with those domains/sites.

ANSWER: Oversee admits that it entered into an agreement with Google with regard to the placement of AdWords advertisements on certain websites. Except as expressly admitted, and to the extent the allegations in Paragraph 111 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 111 and therefore denies the allegations.

112. When an internet user clicks on one of the AdWords ads, Defendant Google, and one or more various other Google Network participants, including but not limited to Parking Company Defendants and/or another third parties, may share in the revenue Defendant Google collects from the AdWords advertiser.

ANSWER: Oversee admits that when an internet user clicks on one of the AdWords ads shown on a webpage generated by Oversee for a domain name participating in its monetization service, Oversee may share in the revenue Defendant Google collects from the AdWords advertiser. Except as expressly admitted, and to the extent the allegations in Paragraph 112 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 112 and therefore denies the allegations.

113. To encourage Internet users to click, Defendant Google, and in some instances other Parking Company Defendants, use technologically advanced targeting solutions that intelligently select the most relevant AdWords ads and/or advertising categories for a specific domain/site.

ANSWER: Oversee admits that, to encourage Internet users to click, it may use technically advanced targeting solutions that intelligently select the most relevant advertising categories for a specific site. Except as expressly admitted, and to the extent the allegations in Paragraph 113 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 113 and therefore denies the allegations.

114. Defendant Google's semantic technology and targeting solutions increase the click through rate (CTR), and therefore the total revenue generated.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 114 and therefore denies the allegations.

115. Defendant Google may augment its semantic technology with manual and automated optimization techniques.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 115 and therefore denies the allegations.

116. Defendant Google utilizes software and other technology to provide comprehensive online per-domain reporting to help Google Network members to analyze their portfolios and improve overall performance, such as: which Google Network member licensed the domain to Defendant Google; how many page views each domain gets; how much money each domain generates from clicks on the ads; and, how many unique users each domain gets.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 116 and therefore denies the allegations.

117. Defendant Google represents to Google Network Members that they will maximize revenue from parked domains through participation in Defendant Google's AdSense for Domains Program. More specifically, Defendant Google expressly promises owners/licensees/aggregators/parking companies that Google will provide sage advice to optimize revenue from parked domains.

ANSWER: To the extent the allegations in Paragraph 117 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 117 and therefore denies the allegations.

118. The Google Network redirects internet traffic using "masked" (also known as "stealth") redirection which hides the destination URL.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 118 and therefore denies the allegations.

119. Defendants use redirection, framing, masking, or other methods to prevent or deter even sophisticated users from identifying or confirming their actions in and/or participation in the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 119 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 119 and therefore denies the allegations.

120. When using masked redirection, the actual Defendant Google destination URL is concealed from the user who continues to only see the domain name which the user typed in the address bar.

ANSWER: To the extent the allegations in Paragraph 120 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 120 and therefore denies the allegations.

121. Defendant Google processes the Deceptive Domain traffic through several Google domain names, including, but not limited to: googlesyndication.com; appliedsemantics.com; oingo.com, apps5.oingo.com; and, domains.googlesyndication.com.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 121 and therefore denies the allegations.

122. On an ongoing basis, Defendant Google reviews and monitors every domain/site in the Google Network and that shows AdWords advertisements.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 122 and therefore denies the allegations.

123. Defendant Google exclusively manages relationships and communications with the AdWords advertisers.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 123 and therefore denies the allegations.

124. Defendant Google contracts, bills, collects, and distributes all revenue generated from AdWords advertisements on the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 124 and therefore denies the allegations.

125. In most instances, Defendant Google distributes, divides, and/or otherwise shares the revenue generated from AdWords Advertisements displayed throughout the Google Network, with one or more person in the Google Network. Defendant Google shares in the revenue from every AdWords Advertisement displayed anywhere on the Google Network. All other Google Network members only share revenue from certain AdWords Advertisements that relate to said Google Network member.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 125 and therefore denies the allegations.

126. Only Defendant Google is allowed to change any of the advertising data

Defendant Google provides via the HTML page (if the domain is hosted by Defendant Google) or XML feed to the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 126 and therefore denies the allegations.

127. Defendant Google has the control, authority, and ability to block any Google Network domain/site/video/search result from displaying an AdWords advertisement.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 127 and therefore denies the allegations.

128. Defendant Google and all of the Parking Company Defendants knowingly monetize and utilize Deceptive Domains for commercial gain.

ANSWER: To the extent the allegations in Paragraph 128 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 128 and therefore denies the allegations.

129. All Defendants knowingly generate, and then transact in, revenue generated from monetization of Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 129 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 129 and therefore denies the allegations.

B. General Background - The Parking Company Defendants

130. For purposes of this Complaint, Defendants Oversee, Sedo, IREIT and Dotster are referred to collectively as the "Parking Company Defendants."

ANSWER: Oversee admits that the Complaint refers to defendants Oversee, Sedo, IREIT and Dotster as the "Parking Company Defendants."

131. Each Parking Company Defendant is in the business of, registering domains, licensing domains, parking domains, monetizing domains, aggregating domains, auctioning/reselling domains, brokering domains and/or coordinating, facilitating and/or offering solutions for monetization of domains, with many of those domain names being Deceptive Domains.

ANSWER: Oversee admits that it registers, parks, monetizes, brokers for sale and auctions/resells domain names, and that it offers solutions for monetization of domain names. Except as expressly admitted, and to the extent the allegations in Paragraph 131 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 131 and therefore denies the allegations.

132. Each Parking Company Defendant has knowingly and intentionally engaged in the Deceptive Domain Scheme, as set forth herein, and has derived commercial gain from its participation.

ANSWER: To the extent the allegations in Paragraph 132 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 132 and therefore denies the allegations.

133. Defendant Google and the Parking Company Defendants contrived, participated in, and implemented a scheme where small domain portfolio owners cannot directly participate in Defendant Google's AdSense for Domains Network, but are required to utilize a parking aggregator, such as one of the Parking Company Defendants.

ANSWER: To the extent the allegations in Paragraph 133 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 133 and therefore denies the allegations.

134. Defendant Google and the Parking Company Defendants enter into contracts, licenses, and other agreements where Defendant Google authorizing the Parking Company Defendants participation in the Google Network in exchange for a share or all revenue derived from AdWords advertisements displayed on domains/sites under the Parking Company Defendants' license, registration, ownership and/or other control.

ANSWER: To the extent the allegations in Paragraph 134 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 134 and

therefore denies the allegations.

135. The Parking Company Defendants enter into license agreements with other third party domain registrants and website owners for the license and rights to control, monitor, maintain, use and place advertising on the third party domains, including Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 135 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 135 and therefore denies the allegations.

136. Every domain/site in the Google Network is under the direct license of Defendant Google, the Parking Company Defendants, and/or other Google Network Member.

ANSWER: To the extent the allegations in Paragraph 136 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 136 and therefore denies the allegations.

137. Defendant Parking Companies enter into agreements with Defendant Google and license to Defendant Google the rights to control, monitor, maintain, use and place advertising on all of the domains under the Parking Company's control, including Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 137 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 137 and therefore denies the allegations.

138. Defendant Google requires "exclusivity" and "loyalty" from the Parking Company Defendants, and the other participants in the Google Network.

ANSWER: Oversee admits that its contract with Google contains an exclusivity provision. Except as expressly admitted, and to the extent the allegations in Paragraph 138 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 138 and therefore denies the allegations.

139. Once the Parking Company Defendants license a domain, the following generally occurs:

a. The Parking Company Defendant redirects the domains through to Defendant Google;

b. Defendant Google processes the domains through the Defendant Google AdSense for Domains Program, utilizes semantics and other proprietary programs/software to analyze the meaning of the domain names, analyzes the Internet traffic to said domain (identity of, volume, etc.), and identifies/selects revenue maximizing advertisements from the Defendant Google AdWords program to be placed on the domains;

c. Defendant Google then returns the results to the domains via XML feed;

d. Defendant Google and the Parking Company Defendants then share the revenue generated at each domain from advertising;

e. Defendant Google provides each Parking Company Defendant with complete statistics on each domain name, including revenue, clicks and visitors per day;

f. The Parking Company Defendants share revenue with the third party domain registrants; and

g. The Parking Company Defendants provide the third party domain registrants with activity reports for each domain.

ANSWER: To the extent the allegations in Paragraph 139 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 139 and therefore denies the allegations.

140. The Parking Company Defendants, as well as Defendant Google, each has access to semantics software and other technologies that allow them to identify Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 140 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 140 and therefore denies the allegations.

141. All Defendants knowingly refuse to identify or attempt to identify Deceptive Domains and/or to utilize software and technology available to identify Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 141 relate to Oversee, Oversee

denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 141 and therefore denies the allegations.

142. All Defendants intentionally taste, kite, register, and otherwise assist domain registrants in procuring Deceptive Domains for the express purpose of monetization in the Google Network with AdWords advertisements.

ANSWER: To the extent the allegations in Paragraph 142 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 142 and therefore denies the allegations.

143. The Parking Company Defendants typically instruct third party domain registrants to do URL forwarding using frames, a practice commonly known as "framed forwarding, masking, or stealth." Such forwarding further impedes identification of the parties responsible for the Deceptive Domain.

ANSWER: To the extent the allegations in Paragraph 143 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 143 and therefore denies the allegations.

144. All Defendants actively traffic in, uses and/or licenses Deceptive Domains, in furtherance of the Deceptive Domain Scheme alleged herein.

ANSWER: To the extent the allegations in Paragraph 144 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 144 and therefore denies the allegations.

145. The Parking Company Defendants intentionally and knowingly register Deceptive Domains, through the use of proprietary methods/tools by which they can determine the domain names that internet users are attempting to access, but which domain names have not been registered by any entity, and they then register these recurring mishits or mistypes.

ANSWER: To the extent the allegations in Paragraph 145 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 145 and therefore denies the allegations.

146. All Defendants engage in typosquatting, in furtherance of the Deceptive Domain Scheme alleged herein.

ANSWER: To the extent the allegations in Paragraph 146 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 146 and therefore denies the allegations.

147. All Defendants engage in cybersquatting and cyberpiracy, in furtherance of the Deceptive Domain Scheme, alleged herein.

ANSWER: To the extent the allegations in Paragraph 147 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 147 and therefore denies the allegations.

148 All Defendants cause popups or popunder advertisements on the Deceptive Domains and receive money for each popup or popunder displayed, in furtherance of the Deceptive Domain Scheme alleged herein.

ANSWER: To the extent the allegations in Paragraph 148 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 148 and therefore denies the allegations.

149. Defendant Google has a close relationship with the Parking Company Defendants and sends representatives to attend, and sponsor, conferences put on by Parking Company Defendants, and uses said conferences to meet and further their conspiracy.

ANSWER: To the extent the allegations in Paragraph 149 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 149 and therefore denies the allegations.

150. Defendant Google and the Parking Company Defendants participate in trade organizations and informal associations in furtherance of their conspiracy.

ANSWER: To the extent the allegations in Paragraph 150 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 150 and therefore denies the allegations.

151. Defendant Google acts as a "Featured Sponsor" for invitation-only conferences attended by Parking Company Defendants and individuals who own Deceptive Domains, and Defendants use said to meet and further their conspiracy.

ANSWER: To the extent the allegations in Paragraph 151 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 151 and therefore denies the allegations.

THE DECEPTIVE DOMAIN SCHEME

152. All Defendants conspired to commercially profit/gain and transact in money derived from the Deceptive Domain Scheme, set forth in detail in the allegations herein, including, but not limited to, the following:

a. Intentionally and deceptively tasting, kiting, registering, licensing, monetizing and utilizing Deceptive Domains that are identical or confusingly similar to or dilutive of the Lead Plaintiffs' and other members of the Class's Distinctive and Valuable Marks;

b. Intentionally and deceptively redirecting Internet traffic to Defendants' Deceptive Domains that contain "pay-per-click/cost-per-click" (herein "PPC" or "CPC") or similar HTML links/advertising;

c. Utilization of semantics programs, algorithms, statistical tools, and other software designed and intended to maximize revenue by "intelligent placement" of Internet advertisements on Deceptive Domains, as well as identifying and facilitating revenue maximizing Internet traffic redirection;

d. Redirection of Internet traffic to paid HTML links/advertising, and away from the legal and rightful owners of Distinctive and Valuable Marks;

e. Defendants' use of false and misleading WhoIs domain registration data in an attempt to conceal their identities and wrongful conduct;

f. Defendants' knowing and intentional use of Lead Plaintiffs' and the Class' Distinctive and Valuable Marks for the purpose of Defendants' own commercial gain;

g. Defendants' knowing creation of an illegal domain aftermarket for Deceptive Domains;

h. Intentionally and knowingly causing confusion, dilution and misuse/misappropriation of Lead Plaintiffs' and other members of the Class' Distinctive and Valuable Marks; and

i. Intentionally conspiring to generate, collect, distribute, and otherwise transact in illegally gained money.

ANSWER: To the extent the allegations in Paragraph 152 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 152 and therefore denies the allegations.

153. Each of the named Defendants, and the other unnamed Co-conspirators, knowingly and intentionally engage in the Deceptive Domain Scheme set forth herein for the purpose of directly profiting and unjustly obtaining revenue/money/commercial profit/gain, that they could not otherwise obtain, but for the illegal and criminal acts of infringement, dilution, diminution, misuse, misappropriation, unauthorized association, and other unauthorized use of Lead Plaintiffs' and the Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 153 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 153 and therefore denies the allegations.

154. Defendants' common purpose in registering, licensing, using, and monetizing Deceptive Domains, and otherwise engaging in the Deceptive Domain Scheme alleged herein, is to profit from the confusion between the Deceptive Domains and the Lead Plaintiffs' and the Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 154 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 154 and therefore denies the allegations.

155. Defendants have a primary financial interest in the exploitation of Plaintiffs' and the Class Members' distinctive and valuable marks.

ANSWER: To the extent the allegations in Paragraph 155 relate to Oversee, Oversee

denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 155 and therefore denies the allegations.

156. Defendants are the primary beneficiaries of the infringements and illegal conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 156 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 156 and therefore denies the allegations.

157. Defendants facilitate, encourage, promote, allow, enable and otherwise permit the illegal conduct alleged herein, in the course of their businesses and through the operation of the RICO Enterprise.

ANSWER: To the extent To the extent the allegations in Paragraph 157 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 157 and therefore denies the allegations.

158. Defendants maintain the right, power and ability to control, edit, alter, modify and maintain the software used in the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 158 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 158 and therefore denies the allegations.

159. Defendants fail to exercise their policing obligations to the fullest extent, fail to utilize and implement available filtering and blocking technologies, and otherwise have engaged in a pattern of direct and intentional misconduct, or willful blindness of their actions related to the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 159 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 159 and

therefore denies the allegations.

160. Defendants control and participate in the supply of the illegal revenue-generating services, mechanisms, technology and programs necessary to engage in the Deceptive Domain Scheme, through which the Defendants and third parties infringe the Distinctive and Valuable Marks of Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 160 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 160 and therefore denies the allegations.

161. Each Defendant, through its participation in the Deceptive Domain Scheme alleged herein, has directly engaged in and/or aided and abetted in the illegal conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 161 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 161 and therefore denies the allegations.

A. Use, License, Registration and Monetization of Deceptive Domains

162. Defendants have knowingly and intentionally manipulated the Internet domain name system for illegal commercial gain by tasting, kiting, registering, using, trafficking in or licensing Deceptive Domains, including, but not limited to, mistyped domain names (i.e., wwwvulcangolf.com) and misspelled domain names (i.e., volcangolf.com).

ANSWER: To the extent the allegations in Paragraph 162 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 162 and therefore denies the allegations.

163. Defendants are each the authorized licensee of one or more of the Deceptive Domains utilized in the Deceptive Domain Scheme, as alleged herein.

ANSWER: To the extent the allegations in Paragraph 163 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 163 and

therefore denies the allegations.

164. Defendant Google and the Parking Company Defendants all directly, knowingly, and intentionally monetize Deceptive Domains, for their own commercial profit/gain.

ANSWER: To the extent the allegations in Paragraph 164 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 164 and therefore denies the allegations.

165. Defendants monetize the Deceptive Domains by allowing their participation in the Google Network (i.e., various AdSense Programs), and by causing Deceptive Domains to display AdWords advertisements. For example, Defendant Google knowingly and intentionally allows tens of thousands of blatantly infringing "www" domain names into the Defendant Google AdSense for Domains Network. A "www" domain name is a domain name that starts with www but omits the period (".") that separates "www" from the remainder of the domain name.

ANSWER: To the extent the allegations in Paragraph 165 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 165 and therefore denies the allegations.

166. The sole purpose of registering a "www" Deceptive Domain is to capture the Internet users who forget to type the period (".") between the "www" and the domain name. A user who types in "wwwvulcangolf.com" is attempting to reach "www.vulcangolf.com" but forgot to type the period (".") between "www" and "vulcangolf.com."

ANSWER: Oversee denies the allegations in Paragraph 166.

167. "www" Deceptive Domains are obvious and easy to identify as illegal trademark infringements. Nonetheless, Defendants register, use, traffic in, and license infringing "www" Deceptive Domains.

ANSWER: Oversee denies the allegations in Paragraph 167, except as they relate to the Defendants other than Oversee, in which case Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 167 and therefore denies the allegations.

168. The use of "www" Deceptive Domains to forward unsuspecting users to different websites was specifically addressed and identified by Congress as a deceptive practice when it passed the ACPA.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the

allegations in Paragraph 168 and therefore denies the allegations.

169. Another example of how Defendants monetize blatantly infringing Deceptive Domains is through the monetization of “com” domain names.

ANSWER: To the extent the allegations in Paragraph 169 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 169 and therefore denies the allegations.

170. Like the “www” Deceptive Domains, the “com” Deceptive Domains capture the Internet users who forget to type the period (“.”) between a domain name and the “com” suffix. The following is a small sample of “com” Deceptive Domains:

bedbathandbeyondcom.com; chevycom.com; chryslercom.com; cocacolacom.com; discovercreditcardcom.com; disneylandcom.com; disneyworldcom.com; ebaumsworldcom.com; espncom.com; fordmotorscom.com; geicocom.com; homedepotcom.com; ibmcom.com; ikeacom.com; jetbluecom.com; jcpennycom.com; kohlscom.com; kmartcom.com; mcdonaldscom.com; musiciansfriendcom.com; nascarcom.com; oldnavycom.com; pizzahutcom.com; randcom.com; saabcom.com; scottradecom.com; travelocitycom.com; usairwayscom.com; volkswagencom.com; xangacom.com.

ANSWER: Oversee denies the allegations in Paragraph 170.

171. All of the aforementioned “com” Deceptive Domains have been monetized by Defendant Google through the Defendant Google AdSense for Domains Program in furtherance of the Deceptive Domain Scheme as alleged herein, and are just a few examples of the many Deceptive Domains that generate revenue from AdWords advertisements displayed throughout the Google Network.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 171 and therefore denies the allegations.

172. Defendants further monetize blatantly infringing Deceptive Domains through the monetization of “http” domain names.

ANSWER: To the extent the allegations in Paragraph 172 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 172 and therefore denies the allegations.

173. Like the “www” and the “com” Deceptive Domains, the “http” Deceptive

Domains capture the Internet users who forget to type the period (".") between "http" and the domain name when trying to access websites of Lead Plaintiffs and the Class.

ANSWER: Oversee denies the allegations in Paragraph 173.

174. The following is a small sample of "http" Deceptive Domains that have been monetized by Defendant Google:

> httpaarp.com, httpabc.com; httpabcgames.com; httpabckids.com; httpabcnews.com; httpamericanexpress.com; httpamsouthbank.com; httpautotrader.com; httpbankofamerica.com; httpbellsouth.com; httpbestbuy.com; httpblackplanet.com; httpbordersbooks.com; httpbratz.com; httpcareerbuilder.com; httpcapitalone.com; httpcapitolone.com; httpcarmax.com; httpcartonnetwork.com; httpcartoonetwork.com; httpcartoonnetwork.com; httpchevrolet.com; httpchevy.com; httpcircuitcity.com; httpcisco.com; httpciti.com; httpcitibank.com; httpciticard.com and httpciticards.com.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 174 and therefore denies the allegations.

175. Defendants know that registering misspellings and typographical variations of websites is deceptive and in violation of the ACPA and other state and federal laws.

ANSWER: To the extent the allegations in Paragraph 175 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 175 and therefore denies the allegations.

176. Defendant Google's Webmaster Guidelines, located at http://www.Google.com/support/webmasters/bin/answer.py?answer=35769, specifically criticize the use of misspellings, by stating in pertinent part:

> *"Quality guidelines...These quality guidelines cover the most common forms of deceptive or manipulative behavior, but Google may respond negatively to other misleading practices not listed here (e.g. tricking users by registering misspellings of well-known websites)."*

In practice, Defendant Google widely ignores its supposed guidelines.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 176 and therefore denies the allegations.

177. Contrary to the guidelines referenced in the preceding paragraph, Defendant Google actively monetizes Deceptive Domains for commercial profit/gain.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 177 and therefore denies the allegations.

B. Domain Redirection and Concealment

178. In furtherance of the Deceptive Domain Scheme, Defendants engage in Domain Redirection.

ANSWER: To the extent the allegations in Paragraph 178 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 178 and therefore denies the allegations.

179. Domain Redirection refers to the practice of redirecting an Internet user who types in a domain name to a completely different domain name or URL without the user's knowledge or authorization.

ANSWER: Oversee denies the allegations in Paragraph 179.

180. Defendant Google knows and authorizes the Defendant Parking Companies and other Google Network members to utilize masked Domain Redirection techniques to hide Defendant Google's relationship with the Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 180 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 180 and therefore denies the allegations.

181. Defendants intentionally utilize masked redirects to prevent internet users from recognizing Defendant Google's role in placing, charging, and tracking a domain's advertising.

ANSWER: To the extent the allegations in Paragraph 181 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 181 and therefore denies the allegations.

C. Defendants' Illusory Online Complaint System and Deceptive Public Statements

182. All of the named Defendants deceptively purport to have "online complaint"

systems and procedures in which a Distinctive and Valuable Mark owner can complain to the Defendants when their Distinctive and Valuable Mark has been unlawfully infringed by another website.

ANSWER: To the extent the allegations in Paragraph 182 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 182 and therefore denies the allegations.

183. Defendants, in furtherance of their deception and of the Deceptive Domain Scheme, audaciously suggest that Lead Plaintiffs and Class Members submit to the Defendants' devised, maintained and imposed illusory "on-line complaint" systems that effectively make Defendants the final adjudicators of their own illegal conduct, thus perpetuating the viability of their Deceptive Domain Scheme and further misleading the public into believing that the named Defendants do not support Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 183 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 183 and therefore denies the allegations.

184. None of the named Defendants utilize any software or filtering technologies to prevent infringements or the proliferation, use, and/or monetization of Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 184 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 184 and therefore denies the allegations.

D. Defendants Engage in Domain Tasting and Kiting

185. Domain Tasting and kiting facilitate trademark infringements, dilution, and abuse.

ANSWER: The allegations in Paragraph 185 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 185.

186. Defendants know that Domain Tasting and Kiting of Deceptive Domains is improper and facilitates trademark infringement.

ANSWER: To the extent the allegations in Paragraph 186 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 186 and therefore denies the allegations.

187. Defendants attempt to conceal their actions concerning Domain Tasting and Kiting.

ANSWER: To the extent the allegations in Paragraph 187 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 187 and therefore denies the allegations.

188. Defendant Google actively, knowingly, and intentionally participates in and facilitates Domain Tasting because domain names acquired by domain tasters such as the Parking Company Defendants are tested for revenue by redirecting and analyzing the domain names through Defendant Google Programs to determine their revenue potential.

ANSWER: To the extent the allegations in Paragraph 188 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 188 and therefore denies the allegations.

189. Defendant Google routinely monetizes domains that are less than five (5) days old (are within the five (5) day grace period following registration of a domain).

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 189 and therefore denies the allegations.

190. Defendant Google is fully aware that the domain names it licenses, uses and traffics in are part of the Domain Tasting and kiting process.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 190 and therefore denies the allegations.

191. For example, the Defendants registered and tested the following Deceptive Domains and sent them to Defendant Google's AdSense for Domains Program:

vulcangolfcalderaz440.com; vulcangolfcalderaz440sale.com; vulcangolfclub.com; vulcangolfclubs.com; vulcangolfllc.com; vulcangolfqpointeironsirons.com; vulcangolfstorelocation.com; vulcangolftechnology.com; vulcangolfwoody.com; vulcangolfz3hybridironsirons.com; volcangolfclubs.com and volcangolfshop.com.

ANSWER: Oversee admits that it registered the domain name vulcangolfclubs.com. Except as expressly admitted, Oversee denies any and all remaining allegations in Paragraph 191 to the extent they relate to Oversee. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 191 and therefore denies those allegations.

E. Illegal Aftermarket for Buying and Selling Deceptive Domains

192. By monetizing Deceptive Domains, Defendants have created an illegal aftermarket for the buying and selling of Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 192 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 192 and therefore denies the allegations.

193. Deceptive Domains have recently sold for remarkable sums: mypsace.com sold for approximately $35,000; myspac.com sold for approximately $31,000; ebumsworld.com sold for approximately $27,000; and statefram.com sold for approximately $9,000.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 193 and therefore denies the allegations.

194. Using the statistics provided by Parking Company Defendants and Defendant Google, sellers of Deceptive Domains state in detail which Parking Company Defendant is licensing the Deceptive Domains, how much the Deceptive Domains make, how many visitors each Deceptive Domain gets, and how much the seller wants for the Deceptive Domain.

ANSWER: To the extent the allegations in Paragraph 194 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 194 and therefore denies the allegations.

195. The statistics provided by Defendants also enable buyers to evaluate the purchase price of illegal Deceptive Domains, based on Defendants' own statistical revenue projections based on Defendants' monetization of the Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 195 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 195 and therefore denies the allegations.

196. Defendant Oversee purchased the expired domain auction service Snapnames.com ("Snapnames") and uses it to monetize expiring deceptive domains.

ANSWER: Oversee admits that it purchased Snapnames.com, Inc., a company that offers services including the auction of expired domain names. Except as expressly admitted, Oversee denies the allegations in Paragraph 196.

197. After Oversee/Snapnames takes control of the domain name, Oversee/Snapnames traffics in, monetizes, and/or sells the domain names using an auction system. The auction lasts for three days. During the three-day auction, Oversee/Snapnames and Defendant Google use the domain names.

ANSWER: Oversee admits that Snapnames.com uses an auction system to sell domain names. Except as expressly admitted, Oversee denies the allegations in Paragraph 197.

198. Defendant Oversee used Snapnames to monetize Vulcan Deceptive Domains after this action was filed.

ANSWER: Oversee denies the allegations in Paragraph 198.

DEFENDANTS' USE OF THE DISTINCTIVE AND VALUABLE MARKS
BELONGING TO LEAD PLAINTIFFS AND THE CLASS

199. Lead Plaintiffs and the Class own Distinctive and Valuable Marks.

ANSWER: The allegations in Paragraph 199 are legal conclusions to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 199 and therefore denies those allegations.

200. Lead Plaintiffs and the other members of the Class use their Distinctive and Valuable Marks in connection with their commercial activities, many of which are contained as

domain names within the URLs they use in electronic online/Internet commerce.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 200 and therefore denies those allegations..

201. At the time Lead Plaintiffs and the Class registered their domain names, said Distinctive and Valuable Marks were protected/protectable, and/or famous.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 200 and therefore denies those allegations..

202. Lead Plaintiffs and the Class did not provide authorization to Defendants to use their Distinctive and Valuable Marks, domain names, or colorable imitations/confusingly similar domain names or marks in the Deceptive Domain Scheme.

ANSWER: Oversee admits that Lead Plaintiffs have not provided authorization to Oversee to use their marks, domain names or imitations thereof. Except as expressly admitted, and to the extent the allegations in Paragraph 202 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 202 and therefore denies the allegations.

203. Defendants are making commercial use of Lead Plaintiffs' and the Class' Distinctive and Valuable Marks without authorization, license, or permission. Defendants have actual and/or constructive knowledge that they are infringing Lead Plaintiffs' and the Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 203 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 203 and therefore denies the allegations.

204. Defendants' use and monetization of the Deceptive Domains began after the Lead Plaintiffs' and Class' Distinctive and Valuable Marks became valuable, famous, protected, protectable, and/or distinctive.

ANSWER: To the extent the allegations in Paragraph 204 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 204 and therefore denies the allegations.

205. Defendants' use of the Deceptive Domains presents a likelihood of dilution of the distinctive value of the Lead Plaintiffs' and Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 205 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 205 and therefore denies the allegations.

206. Each named Defendant has participated in the Deceptive Domain Scheme, as detailed, with the knowledge and intent to commercially profit therefrom.

ANSWER: To the extent the allegations in Paragraph 206 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 206 and therefore denies the allegations.

207. Each named Defendant knows that its participation in the Deceptive Domain Scheme, and other illegal actions as alleged herein, directly and proximately injure and damage Lead Plaintiffs and the Class in their property, person, reputation, business, and/or otherwise.

ANSWER: To the extent the allegations in Paragraph 207 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 207 and therefore denies the allegations.

208. Defendants cause new browser windows with more advertising links to open up when users attempt to leave the Deceptive Domains in an attempt to increase the revenue, click throughs, and confusion generated from the Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 208 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 208 and therefore denies the allegations.

209. When Internet users click on one or more of the displayed HTML links or popup or popunder AdWords advertisements on the websites at the Deceptive Domains, Defendants receive payment, or otherwise obtain commercial gain, from one or more AdWords advertisers, search engines, or affiliate programs.

ANSWER: To the extent the allegations in Paragraph 209 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 209 and therefore denies the allegations.

210. Even after the filing of this lawsuit and notice by Lead Plaintiffs' Counsel, Defendants intentionally and blatantly continue to engage in the Deceptive Domain Scheme and the other illegal action alleged herein, including but not limited to:

a. Defendants knowingly register, taste, kite, license monetize and otherwise use Deceptive Domains, including:

i., After the Complaint was filed, wwwVulcanGolf.com and VolcanGolf.com were deleted by the original registrants.

ii. Almost immediately thereafter, wwwVulcanGolf.com and VolcanGolf.com were re-registered, relicensed, and redirected to Defendant Google AdSense for Domains displaying Defendant Google Adwords Ads for commercial gain by Defendant Google and Oversee, despite formal notice.

iii. Despite the fact that Defendant Google was aware of Vulcan's Marks, Defendant Google chose to allow the domains wwwvulcangolf.com and volcangolf.com to remain in the Google AdSense for Domains Program.

iv. In fact, Defendant Google licensed and allowed even more domains that infringed the Vulcan Marks into the AdSense for Domains Program after the complaint was filed, including: VulcnaGolf.com; VulcanGolfClubs.com; VulcanGolfTechnology.com; and, VulconGolf.com.

v. On August 7, 2007, Counsel for the Parties conducted an in-person Rule 26 Conference, where Lead Plaintiffs' Counsel put on an extensive power point presentation setting forth the "post-complaint" illegal conduct.

vi. Defendants all agreed to block the Vulcan Deceptive Domains.

vii. Despite those assurances to block Vulcan Deceptive Domains, VulcanGolfClubs.com was deleted and reregistered and redirected to the Defendant Google which immediately began monetizing the Deceptive Domain. As of September 11, 2007, VulcanGolfClubs.com still is displaying Defendant Google AdWords Advertisers.

viii. Then, VulganGolf.com and VulgonGolf.com were newly registered, licensed and redirected to Defendant Google and immediately monetized through its AdSense for Domains via a direct Defendant Google feed.

b. Defendant Google knowingly and intentionally continues to license, traffic in, monetize and/or use Deceptive Domains that have been part of FTC actions.

c. Defendant Google knowingly and intentionally continues to license, traffic in monetize and/or use Deceptive Domains that have previously been held by various courts to be infringing domains and violations of the ACPA.

d. Use of uniform, common, automated programs to commonly effectuate the Deceptive Domain Scheme and to injure and damage Lead Plaintiffs and the Class, as set forth herein.

e. Defendants continue to transact in money derived from the Deceptive Domain Scheme, including but not limited to: obtaining, collecting, depositing, withdrawing, and sharing illegally and criminally obtained money derived from the monetization of Deceptive Domain, the Deceptive Domain Scheme, and as otherwise alleged herein.

ANSWER: Oversee admits that on August 7, 2007, counsel for the parties attended a Rule 26 Conference at which Lead Plaintiffs' counsel put on a PowerPoint presentation. Except as expressly admitted, and to the extent the allegations in Paragraph 210 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 210 and therefore denies the allegations.

211. As a direct and proximate result of the Deceptive Domain Scheme and related unlawful conduct, as alleged herein, Lead Plaintiffs and the Class have each suffered economic injury and damage to its business and property. These injuries include: lost sales, lost customers, disruption and interference with business operations, and interference with prospective business/economic advantage, etc. These injuries also include confusion and dilution of Distinctive and Valuable Marks, injury to property, and injury to business/personal reputation.

ANSWER: To the extent the allegations in Paragraph 211 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 211 and

therefore denies the allegations.

RICO ALLEGATIONS

Paragraphs 212-303. On July 31, 2008, this Court dismissed all of Lead Plaintiffs' RICO counts with prejudice. Accordingly, no response is required to Lead Plaintiffs' RICO allegations.

THE ANTICYBERSQUATTING CONSUMER PROTECTION ACT

304. In 1999, Congress passed the Anticybersquatting Consumer Protection Act ("ACPA" or "Act"), 15 U.S.C.A. § 1125(d), to protect consumers and American businesses, to promote the growth of online commerce, and to provide clarity in the law for trademark owners.

ANSWER: The allegations in Paragraph 304 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 304.

305. Congress enacted the ACPA to include not only individuals and companies who register domain names, but rather, to apply equally to three classes of persons/entities: (1) registrants of the Deceptive Domains; (2) anyone who "uses" the domain name which is defined as the registrant or the "authorized e" of the registrants of the Deceptive Domains; and (3) anyone who "traffics in" Deceptive Domains, which refers to anyone involved in any transactions that include, but are not limited to, sales, purchases, loans, pledges, licenses, exchanges of currency, and any other transfer for consideration or receipt in exchange for consideration, whether or not the person is the registrant of the Deceptive Domain.

ANSWER: The allegations in Paragraph 305 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 305.

306. Congress drafted the ACPA to prevent the use, licensing, pledging, trafficking in, or any other exchange of consideration for the use of the infringing domain names.

ANSWER: The allegations in Paragraph 306 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragarph 306.

307. The Deceptive Domain Scheme and other illegal activities of Defendants constitute the very conduct which Congress declared to be illegal and in which Defendants brazenly engage.

ANSWER: To the extent the allegations in Paragraph 307 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 307 and therefore denies the allegations.

308. Congress provided clear examples of some of the specific types of improper domain names and activities that had been brought to its attention and which were included within the scope of the ACPA, activities in which the Defendants have engaged, and are continuing to engage in violation of the ACPA. As stated by Senator Hatch:

> *The Committee also heard numerous examples of online bad actors using domain names to engage in unfair competition. For example, one domain name registrant used the name ''wwwcarpoint.com,'' without a period following the ''www,'' to drive consumers who are looking for Microsoft's popular Carpoint car buying service to a competitor's site offering similar service."* **From August 5, 1999 CONGRESSIONAL RECORD — SENATE S10515**

ANSWER: To the extent the allegations relate to the Defendants other than Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 308 and therefore denies the allegations. Oversee denies any and all remaining allegations in Paragraph 308.

309. "WWW" Deceptive Domains were clearly targeted by Congress and declared to be illegal by the ACPA. The only reason for these "www" domains is to capture and redirect users looking for the original, legitimate websites.

ANSWER: The allegations in Paragraph 309 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 309.

310. 15 USC § 1125(d) applies to registrants who engage in cybersquatting and typosquatting by registering Deceptive Domains and using them for commercial gain. 15 USC § 1125(d) applies equally to persons who are the "registrant's authorized licensee," whether or not the person is the registrant of the Deceptive Domain. 15 USC § 1125(d) applies equally to a person who "traffics in" (as defined in 15 USC § 1125 (d)(1)(E)) Deceptive Domains, whether or not the person is the registrant of the Deceptive Domain.

ANSWER: The allegations in Paragraph 310 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 310.

311. All of the Defendants are authorized licensees of domains and Deceptive Domains. All Defendants license and sub-license domains, including Deceptive Domains, either

through express or implied, direct or indirect licenses. For example, but not limited to:

a. ActiveAudience (a parking company that contracts with Defendant Google to monetize the ActiveAudience aggregated domains with Defendant Google Ads through the AdSense For Domains parking programs), contracts with Domain registrants in their license agreements as follows: "You [domain owner] hereby grant ActiveAudience a revocable license to display, at ActiveAudience's option, content on Your Parked Domains for the duration of this Agreement."

b. Gold Key (a parking company that contracts with Defendant Google to monetize the GoldKey aggregated domains with Defendant Google Ads through the AdSense For Domains parking programs), contracts with Domain registrants with following express provision: "You [domain owner] hereby grant GoldKey a revocable license to display, at GoldKey's option, content on Your Parked Domains for the duration of this Agreement."

c. In addition, each above-referenced contract contains the following provision: "Sublicensing and Assignment....GoldKey [and Active Audience] may assign its rights and duties under this Agreement to any party at any time without notice to you [domain owner]."

ANSWER: To the extent the allegations in Paragraph 311 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 311 and therefore denies the allegations.

312. The Defendants acts as alleged herein constitute trafficking in Deceptive Domains, in violation of the ACPA.

ANSWER: To the extent the allegations in Paragraph 312 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 312 and therefore denies the allegations.

313. The Defendants acts as alleged herein constitute cyberpiracy, cybersquatting, and/or typosquatting, in violation of the ACPA.

ANSWER: To the extent the allegations in Paragraph 313 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 313 and therefore denies the allegations.

314. The Defendants acts as alleged herein otherwise violate the ACPA.

ANSWER: To the extent the allegations in Paragraph 314 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 314 and therefore denies the allegations.

CLASS ACTION ALLEGATIONS

315. Lead Plaintiffs bring this action against Defendants on their own behalf and pursuant to Rules 23(a), 23(b)(2) and/or 23(b)(3) of the Federal Rules of Civil Procedure, as a class action on behalf of the following class: Any and all individuals and/or entities (excluding governmental entities, Defendants, and Defendants' parents, predecessors, subsidiaries, affiliates, agents and Defendants' co-conspirators) domiciled within the United States that own or are a licensee of a "distinctive or valuable mark" that has been infringed, diluted, cybersquatted, typosquatted, and/or otherwise improperly used by one or more of the Defendants, as part of the Deceptive Domain Scheme alleged herein, during the period January 1, 2002 through the present.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring this action on behalf of themselves and a class as described in Paragraph 315, but denies that this action is properly brought as a class action. Except as expressly admitted, Oversee denies any and all allegations contained in Paragraph 315.

316. Excluded from the Class are Defendants, any entity in which Defendants have a controlling interest or are a parent or subsidiary of, or any entity that is controlled by Defendants and any of its officers, directors, employees, affiliates, legal representatives, heirs, predecessors, successors and assigns.

ANSWER: Oversee admits that Lead Plaintiffs purport to exclude from the Class referenced in Paragraph 316 the entities described in that paragraph. However, Oversee denies that this action is properly brought as a class action.

317. The Class Period is January 1, 2002, through the date of filing of this Complaint (the "Class Period").

ANSWER: Oversee admits that Lead Plaintiffs purport to date the Class Period referenced in Paragraph 317 from January 1, 2002 through the filing of the Complaint. However, Oversee denies that this action is properly brought as a class action.

318. There are millions of geographically dispersed putative members of the Class. Accordingly, the Class is so numerous that joinder of all members is impracticable.

ANSWER: Oversee denies the allegations in Paragraph 318.

319. The Class is ascertainable, as the names and addresses of all Class Members can be identified in business records maintained by Defendants.

ANSWER: Oversee denies the allegations in Paragraph 319.

320. Defendants have acted or refused to act on grounds generally applicable to the Class, thereby making appropriate final injunctive relief or corresponding declaratory relief with respect to the Class.

ANSWER: The allegations in Paragraph 320 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 320 and therefore denies the allegations.

321. Lead Plaintiffs will fairly and adequately protect the interests of the Class and have no interests adverse to, or which directly and irrevocably conflict with, the interests of other Class Members.

ANSWER: The allegations in Paragraph 321 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations.

322. Lead Plaintiffs are represented by counsel experienced and competent in the prosecution of complex class action litigation.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 322 and therefore denies the allegations.

323. There are questions of law and fact common to the Class which predominates over any questions affecting only individual Class Members. Such common questions include, but are not limited to the following:

a. Whether one or more of the Defendants' actions as alleged herein violate the ACPA, 15 U.S.C. § 1125(d);

b. Whether one or more of the Defendants' actions, as alleged herein, constitute violations of RICO, 18 U.S.C. §1962(a),(c) and (d);

c. Whether one or more of the Defendants' actions as alleged herein violate Lanham

Act, 15 U.S.C. § 1051 et seq.;

d. Whether one or more of the Defendants' actions, as alleged herein, constitute trademark infringement under 15 U.S.C. § 1114(1);

e. Whether one or more of the Defendants' actions, as alleged herein, constitute violations of false designation of origin under 15 U.S.C. § 1125(a);

f. Whether one or more of the Defendants' actions, as alleged herein, constitute dilution under 15 U.S.C. § 1125(c);

g. Whether one or more of the Defendants' actions, as alleged herein, constitute contributory, vicarious, statutory, and/or common law trademark infringement;

h. Whether one or more of the Defendants' actions, as alleged herein, constitutes Intentional Interference With Current and Prospective Economic Advantage;

i. Whether any of the Defendants committed or are responsible for the acts alleged herein;

j. Whether any of the Defendants' actions are continuing in nature;

k. Whether any of the Defendants engaged in a pattern of racketeering activity;

l. Whether the alleged Enterprise is an enterprise within the meaning of 18 U.S. C. 1961(4);

m. Whether any of the Defendants conducted or participated in the affairs of the Enterprise through a pattern of racketeering activity in violation of 18 U.S.C. 1962(c);

n. Whether Defendants' overt and/or predicate acts in violation of 18 U.S.C. 1962(c) proximately cause injury to Lead Plaintiffs' and Class Members' business or property;

o. Whether Defendants fraudulently concealed their Deceptive Domain Scheme and other unlawful activities alleged herein;

p. Whether Defendants derived income from the Deceptive Domain Scheme and the pattern of racketeering activity associated therewith and used said income in the establishment or operation of the Enterprise which affects interstate commerce in violation of 18 U.S.C §1962(a);

q. Whether Lead Plaintiffs and the Class are entitled to declaratory and/or injunctive relief to rectify the alleged violations of law and, if so, what is the appropriate nature of the equitable and injunctive relief to which Lead Plaintiffs and the Class may be entitled;

r. Whether any of the Defendants' conduct is willful and/or intentional;

s. Whether any of the Defendants directed, controlled, or agreed to facilitate the perpetration of the Deceptive Domain Scheme being perpetrated by the RICO Enterprise;

t. The duration of the conspiracy alleged in this Complaint, and the nature and character of the acts performed by any of the Defendants in furtherance of the conspiracy;

u. Whether the conduct of any of the Defendants, as alleged in this Complaint, caused damages to the Lead Plaintiffs or to the other members of the Class;

v. The appropriate measure of damages sustained by Lead Plaintiffs and other members of the Class; and

w. Whether Defendants were unjustly enriched as a result of their Deceptive Domain Scheme and other unlawful conduct, as alleged herein.

ANSWER: The allegations in Paragraph 323 contain legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 323.

324. Lead Plaintiffs' claims are typical of the claims of the Class Members because they originate from the same illegal and confiscatory practices of Defendants, and because Defendants have acted in the same way toward Lead Plaintiff and the Class.

ANSWER: To the extent the allegations in Paragraph 324 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 324 and therefore denies the allegations.

325. Defendants' operations are Internet-based/automated and technology-based. Defendants' actions toward the Class are identical or substantially similar, and arise out of a common course of illegal conduct, because Defendants effectuate the Deceptive Domain Scheme, and all of the actions alleged herein, through the use of a common, systemic, uniform, electronic and largely automated process that cause injury and damage to Lead Plaintiffs and the Class in a common and consistent manner.

ANSWER: Oversee admits that much of its operations are internet-based, automated and technology-based. Except as expressly admitted, and to the extent the allegations in Paragraph 325 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 325 and therefore denies the allegations.

326. Lead Plaintiffs will fairly and adequately protect the interests of the members of the Class. Lead Plaintiffs are committed to the vigorous prosecution of this action, have retained counsel competent and experienced in class litigation, and have no interests antagonistic to or in conflict with those of the Class. As such, Lead Plaintiffs are adequate Class representatives.

ANSWER: Oversee denies the allegations in Paragraph 326.

327. The prosecution of separate actions by individual members of the Class would create a risk of inconsistent or varying adjudications which would establish incompatible standards of conduct for the party opposing the Class.

ANSWER: The allegations in Paragraph 327 contain legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 327.

328. A class action is superior to other available methods for the fair and efficient adjudication of this controversy because joinder of all members of the Class is impracticable. Further, the expense and burden of individual litigation make it impossible for Class Members to individually redress the wrongs alleged herein. There will be no difficulty in the management of this action as a class action.

ANSWER: The allegations in Paragraph 328 contain legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 328.

329. This action is maintainable as a class action under Rule 23(b)(2), since the unlawful actions of Defendants, as alleged herein, have been taken on grounds equally applicable to all members of the class, thereby making appropriate final injunctive relief or corresponding declaratory relief with respect to the class and subclasses as a whole.

ANSWER: The allegations in Paragraph 329 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 329. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 329 and therefore denies those allegations.

330. Alternatively, this action is maintainable as a class action under Rule 23(b)(1), as the prosecution of separate actions by or against individual members of the class would create a risk of: (a) inconsistent or varying adjudications with respect to individual members of the class, which would establish incompatible standards of conduct for the party opposing the class; or (b) adjudications with respect to individual members of the class, which would as a practical matter be dispositive of the interests of the other members not parties to the adjudications or substantially impair or impede their ability to protect their interests.

ANSWER: The allegations in Paragraph 330 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph

330.

331. Alternatively, this action is maintainable as a class action under Rule 23(b)(3), as common questions of law and fact described above predominate over any questions affecting only individual members, and a class action is superior to other available methods for the fair and efficient adjudication of the controversy.

ANSWER: The allegations in Paragraph 331 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 331.

332. All allegations and claims are plead in the alternative to the extent required for proper construction under applicable state or federal law.

ANSWER: Oversee admits that Lead Plaintiffs purport to plead all allegations and claims as indicated in Paragraph 332. Except as expressly admitted, Oversee denies any and all remaining allegations in Paragraph 332.

LEGAL CLAIMS
COUNTS ONE, TWO and THREE
RICO VIOLATIONS
(Violation of 18 U.S.C. § 1962(a), (c) and (d))

Paragraphs 333-362. On July 31, 2008, this Court dismissed all of Lead Plaintiffs' RICO counts with prejudice. Accordingly, no response is required to Lead Plaintiffs' RICO allegations, including the allegations in Paragraphs 212-303 of the Complaint.

COUNT FOUR
CYBERSQUATTING
(Violation of 15 U.S.C. § 1125(d))

363. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

364. This Count is brought by Lead Plaintiffs, in their individual and representative capacities, against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Four in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 364.

365. Defendants registered, trafficked in, or used the infringing Deceptive Domains for commercial gain.

ANSWER: To the extent the allegations in Paragraph 365 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 365 and therefore denies the allegations.

366. The Lead Plaintiffs' Distinctive and Valuable Marks and the Distinctive and Valuable Marks of the Class are distinctive, famous, venerable, valuable, and or federally registered at the USPTO at the time Defendants registered and used the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 366 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 366 and therefore denies the allegations.

367. The infringing Deceptive Domains are identical or confusingly similar to the Lead Plaintiffs' Distinctive and Valuable Marks and the Distinctive and Valuable Marks of the Class.

ANSWER: To the extent the allegations in Paragraph 367 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 367 and therefore denies the allegations.

368. Defendants registered, trafficked in, or used the infringing Deceptive Domains in bad faith and with the intent to profit from the goodwill long established by Lead Plaintiffs in their Distinctive and Valuable Marks and the Distinctive and Valuable Marks of the Class.

ANSWER: To the extent the allegations in Paragraph 368 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 368 and

therefore denies the allegations.

369. Defendants do not have any intellectual property rights or any other rights in the Lead Plaintiffs' Distinctive and Valuable Marks or the Distinctive and Valuable Marks of the Class.

ANSWER: The allegations in Paragraph 369 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 369. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 369 and therefore denies the allegations.

370. None of the infringing Deceptive Domains consist of the legal name of the Defendants, or a name that is otherwise commonly used to identify the Defendants.

ANSWER: To the extent the allegations in Paragraph 370 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 370 and therefore denies the allegations.

371. None of the Defendants have made any prior use of any of the infringing Deceptive Domains in connection with the bona fide offering of any goods or services.

ANSWER: To the extent the allegations in Paragraph 371 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 371 and therefore denies the allegations.

372. None of the Defendants have made any bona fide fair use of the Lead Plaintiffs' Distinctive and Valuable Marks or the Distinctive and Valuable Marks of the Class on a website accessible under any of the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 372 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 372 and therefore denies the allegations.

373. Defendants registered, used, and/or trafficked in the infringing Deceptive Domains to divert consumers attempting to reach Lead Plaintiffs' and the Class' websites to websites accessible under the infringing Deceptive Domains for Defendants' commercial gain.

ANSWER: To the extent the allegations in Paragraph 373 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 373 and therefore denies the allegations.

374. Defendants registered and used the infringing Deceptive Domains to divert consumers from Lead Plaintiffs' and the Class' websites to websites accessible from the infringing Deceptive Domains. Defendants thereby create a likelihood of confusion as to the source, sponsorship, affiliation, or endorsement of the Deceptive Domain websites.

ANSWER: To the extent the allegations in Paragraph 374 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 374 and therefore denies the allegations.

375. Defendants offered to transfer, sell, or otherwise assign the infringing Deceptive Domains for financial gain without having used, or having intent to use, the infringing Deceptive Domains in the bona fide offering of any goods or services.

ANSWER: To the extent the allegations in Paragraph 375 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 375 and therefore denies the allegations.

376. Defendants intentionally provided material and misleading false contact information for some of the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 376 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 376 and therefore denies the allegations.

377. Defendants have registered multiple Deceptive Domains which Defendants knew were identical or confusingly similar to the protected and Distinctive and Valuable Marks of

Lead Plaintiffs and the Class that were distinctive at the time of the registration and continue to be distinctive, to the confusingly similar infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 377 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 377 and therefore denies the allegations.

378. Defendants' registration, trafficking in, or use of the infringing Deceptive Domains constitutes cybersquatting in violation of 15 U.S.C. § 1125(d), entitling Lead Plaintiffs and the Class to relief.

ANSWER: The allegations in Paragraph 378 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 378. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 378 and therefore denies the allegations.

379. By reason of Defendants' acts alleged herein, Lead Plaintiffs' and the Class' remedy at law is not adequate to compensate them for the injuries inflicted by Defendants. Accordingly, Lead Plaintiffs and the Class are entitled to preliminary and permanent injunctive relief pursuant to 15 U.S.C. § 1116.

ANSWER: The allegations in Paragraph 379 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 379. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 379 and therefore denies the allegations.

380. By reason of Defendants' acts alleged herein, Lead Plaintiffs and the Class are entitled to recover Defendants' profits, actual damages and the costs of the action, or statutory damages under 15 U.S.C. § 1117, on election by Lead Plaintiffs and the Class, in an amount of One Hundred Thousand Dollars ($100,000) per Deceptive Domain name infringement. Further, this is an exceptional case making Lead Plaintiffs eligible for an award of attorneys' fees under 15 U.S.C. § 1117.

ANSWER: To the extent the allegations in Paragraph 380 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 380 and therefore denies the allegations.

381. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 381 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 381 and therefore denies the allegations.

COUNT FIVE
TRADEMARK INFRINGEMENT
(Violation of 15 U.S.C. § 1114(1))

382. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

383. This Count is brought by Lead Plaintiffs in their individual and representative capacities, against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Five in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 383.

384. Defendants' use in commerce of the Lead Plaintiffs' and the Class' Distinctive and Valuable Marks and the infringing Deceptive Domains and the websites and popup and popunder advertisements displayed at the infringing Deceptive Domains, is likely to cause confusion, mistake, and deception.

ANSWER: To the extent the allegations in Paragraph 384 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 384 and therefore denies the allegations.

385. Defendants' use of the Lead Plaintiffs' and the Class' Distinctive and Valuable Marks and the infringing Deceptive Domains is likely to cause initial interest confusion among the general public.

ANSWER: To the extent the allegations in Paragraph 385 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 385 and therefore denies the allegations.

386. Defendants knowingly provided material false contact information in registering and maintaining the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 386 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 386 and therefore denies the allegations.

387. The above-described acts of Defendants constitute trademark infringement in violation of 15 U.S.C. § 1114(1), entitling Lead Plaintiffs to relief.

ANSWER: The allegations in Paragraph 387 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 387. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 387 and therefore denies the allegations.

388. Defendants have unfairly profited from the infringing actions alleged herein.

ANSWER: To the extent the allegations in Paragraph 388 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 388 and therefore denies the allegations.

389. By reason of Defendants' acts, Lead Plaintiffs and the Class have suffered damage to the goodwill associated with the Lead Plaintiffs and Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 389 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 389 and therefore denies the allegations.

390. Defendants' activities have irreparably harmed and, if not enjoined, will continue to irreparably harm Lead Plaintiffs and the Class and their long-used Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 390 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 390 and therefore denies the allegations.

391. Defendants' activities have irreparably harmed, and if not enjoined, will continue to irreparably harm, the general public. The general public has an interest in being free from confusion, mistake, and deception.

ANSWER: To the extent the allegations in Paragraph 391 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 391 and therefore denies the allegations.

392. By reason of Defendants' acts, Lead Plaintiffs' and the Class' remedy at law is not adequate to compensate them for the injuries inflicted by Defendants. Accordingly, Lead Plaintiffs and the Class are entitled to preliminary and permanent injunctive relief pursuant to 15 U.S.C. §1116.

ANSWER: The allegations in Paragraph 392 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 392. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 392 and therefore denies the allegations.

393. By reason of Defendants' willful acts, Lead Plaintiffs and the Class are entitled to damages, and that those damages be trebled under 15 U.S.C. § 1117.

ANSWER: The allegations in Paragraph 393 contain legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 393. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 393 and therefore denies the allegations.

394. This is an exceptional case, making Lead Plaintiffs and the Class eligible for an award of attorneys' fees under 15 U.S .C. § 1117.

ANSWER: The allegations in Paragraph 394 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 394. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 394 and therefore denies the allegations.

395. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 395 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 395 and therefore denies the allegations.

COUNT SIX
FALSE DESIGNATION OF ORIGIN
(Violation of 15 U.S.C. § 1125(a))

396. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the

Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

397. This Count is brought by Lead Plaintiffs, in their individual and representative capacities, against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Six in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 397.

398. Defendants' use in commerce of the Distinctive and Valuable Marks and the infringing Deceptive Domains, as alleged herein.

ANSWER: To the extent the allegations in Paragraph 398 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 398 and therefore denies the allegations.

399. The infringing Deceptive Domains are likely to cause confusion, or to cause mistake, or to deceive the relevant public that the Deceptive Domains and the websites and pop up and pop under advertisements displayed at the Deceptive Domains are authorized, sponsored or approved by, or are affiliated with, Lead Plaintiffs or with members of the Class.

ANSWER: To the extent the allegations in Paragraph 399 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 399 and therefore denies the allegations.

400. Defendants' use of the confusingly similar and infringing Deceptive Domains is likely to cause confusion among the general public.

ANSWER: To the extent the allegations in Paragraph 400 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 400 and therefore denies the allegations.

401. Defendants knowingly provided material false contact information in registering, using, trafficking in, and/or maintaining the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 401 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 401 and therefore denies the allegations.

402. The above-described acts of Defendants constitute trademark infringement of Lead Plaintiffs' and the Class' Distinctive and Valuable Marks and false designation of origin in violation of 15 U.S.C. § 1125(a), entitling Lead Plaintiffs and the Class to relief.

ANSWER: The allegations in Paragraph 402 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 402. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 402 and therefore denies the allegations.

403. Defendants have unfairly profited from the actions alleged herein.

ANSWER: To the extent the allegations in Paragraph 403 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 403 and therefore denies the allegations.

404. By reason of Defendants' acts alleged herein, Lead Plaintiffs and the Class have suffered damage to the goodwill associated with their Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 404 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 404 and therefore denies the allegations.

405. Defendants' activities have irreparably harmed and, if not enjoined, will continue to irreparably harm Lead Plaintiffs and the Class, and their long-used Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 405 relate to Oversee, Oversee

denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 405 and therefore denies the allegations.

406. Defendants' activities have irreparably harmed, and if not enjoined, will continue to irreparably harm the general public, who has an interest in being free from confusion, mistake, and deception.

ANSWER: To the extent the allegations in Paragraph 406 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 406 and therefore denies the allegations.

407. By reason of Defendants' acts alleged herein, Lead Plaintiffs' and the Class' remedy law is not adequate to compensate them for the injuries inflicted by Defendants. Accordingly, Lead Plaintiffs and the Class are entitled to preliminary and permanent injunctive relief pursuant to 15 U.S.C. § 1116.

ANSWER: The allegations in Paragraph 407 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 407. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 407 and therefore denies the allegations.

408. By reason of Defendants' willful acts, Lead Plaintiffs and the Class are entitled to damages, and those damages should be trebled under 15 U.S .C. § 1117.

ANSWER: The allegations in Paragraph 408 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 408. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 408 and therefore denies the allegations.

409. This is an exceptional case making Lead Plaintiffs and the Class eligible for an award of attorneys' fees under 15 U.S.C. § 1117.

ANSWER: The allegations in Paragraph 409 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 409. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 409 and therefore denies the allegations.

410. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 410 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 410 and therefore denies the allegations.

COUNT SEVEN
DILUTION
(Violation of 15 U.S.C. § 1125(c))

411. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

412. This Count is brought by Lead Plaintiffs in their individual and representative capacities, against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Seven in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 412.

413. Lead Plaintiffs and the other members of the Class own Distinctive and Valuable Marks use in connection with their commercial activities and which are contained as domain names within the URLs they use in Internet commerce. At the time that the Lead Plaintiffs and the members of the Class registered their domain names, the Distinctive and Valuable Marks were distinctive, protected/protectable, and/or famous.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 413 and therefore denies the allegations.

414. Lead Plaintiffs' and the Class' Distinctive and Valuable Marks are valuable and protected marks under 15 U.S.C. § 1125(c), and were so before Defendants' infringement of the Distinctive and Valuable Marks by the use of the infringing Deceptive Domains in commerce, based on, among other things, the inherent distinctiveness and federal registration of the Distinctive and Valuable Marks and the extensive, and exclusive nationwide use, advertising, promotion, and recognition of the Distinctive and Valuable Marks.

ANSWER: The allegations in Paragraph 414 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 414. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 414 and therefore denies the allegations.

415. Defendants' infringement of the Distinctive and Valuable Marks (and/or confusingly similar marks) and use of the infringing Deceptive Domains in commerce is likely to cause dilution by blurring or dilution by tarnishment of the Lead Plaintiffs' and Class' Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 415 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 415 and therefore denies the allegations.

416. Defendants knowingly provided material false contact information in registering and maintaining the infringing Deceptive Domains.

ANSWER: To the extent the allegations in Paragraph 416 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 416 and therefore denies the allegations.

417. The above-described acts of Defendants constitute dilution by blurring and dilution by tarnishment in violation of 15 US.C. § 1125(c), entitling Lead Plaintiffs and the Class to relief.

ANSWER: The allegations in Paragraph 417 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 417. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 417 and therefore denies the allegations.

418. Defendants have unfairly profited from their unlawful actions alleged herein.

ANSWER: To the extent the allegations in Paragraph 418 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 418 and therefore denies the allegations.

419. By reason of Defendants' acts, Lead Plaintiffs and the Class have suffered damage to the goodwill associated with their Distinctive and Valuable Marks and have suffered irreparable harm.

ANSWER: To the extent the allegations in Paragraph 419 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 419 and therefore denies the allegations.

420. By reason of Defendants' acts, Lead Plaintiffs' and the Class' remedy at law is not adequate to compensate them for the injuries inflicted by Defendants. Accordingly, Lead Plaintiffs and the Class are entitled to preliminary and permanent injunctive relief pursuant to 15 US.C. § 1116.

ANSWER: The allegations in Paragraph 420 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 420. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 420 and therefore denies the allegations.

421. By reason of Defendants' willful acts, Lead Plaintiffs and the Class are entitled to damages, and those damages should be trebled under 15 U.S.C. § 1117.

ANSWER: The allegations in Paragraph 421 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 421. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 421 and therefore denies the allegations.

422. This is an exceptional case-making Lead Plaintiffs and the Class eligible for an award of attorneys' fees under 15 US.C. § 1117.

ANSWER: The allegations in Paragraph 422 are legal conclusions to which no response is required. To the extent a response is required and the allegations relate to Oversee, Oversee denies the allegations in Paragraph 422. To the extent a response is required and the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 422 and therefore denies the allegations.

423. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 423 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 423 and therefore denies the allegations.

COUNT EIGHT
COMMON LAW TRADEMARK VIOLATION

424. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

425. This count is brought by Lead Plaintiffs in their individual and representative capacities against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Eight in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 425.

426. Each and every state recognizes a cause of action for breach of common law trademark rights.

ANSWER: The allegation in Paragraph 426 is a legal conclusion to which no response is required. To the extent a response is required, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 426 and therefore denies the allegations.

427. Lead Plaintiffs and the Class have protected and/or protectable common law trademark rights in their Distinctive and Valuable Marks.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 427 and therefore denies the allegations.

428. Lead Plaintiffs and the Class utilize their Distinctive and Valuable Marks in the course of commerce and in conjunction with their legitimate business operations.

ANSWER: Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 428 and therefore denies the allegations.

429. Defendants' Deceptive Domain Scheme and unlawful conduct, as alleged herein, infringes, dilutes, interferes with and otherwise harms Lead Plaintiffs' and the Class Members' common law trademark rights in their Distinctive and Valuable Marks.

ANSWER: To the extent the allegations in Paragraph 429 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 429 and therefore denies the allegations.

430. Defendants' common law trademark violations have directly and proximately caused injury and damage and continue to cause injury and damage to Lead Plaintiffs and to the Class by, among other things, causing them to lose control of their business reputation, causing confusion, diverting customers and sales, and otherwise causing significant commercial loss.

ANSWER: To the extent the allegations in Paragraph 430 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 430 and therefore denies the allegations.

431. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 431 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 431 and therefore denies the allegations.

COUNT NINE
CONTRIBUTORY TRADEMARK INFRINGEMENT

432. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

433. This Count is brought by Lead Plaintiffs, individually and in their representative capacity against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Nine in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 433.

434. Contributory infringement occurs when a defendant either intentionally induces a third party to infringe the person's mark, or supplies a service or product to a third party with actual or constructive knowledge that the service or product is being used to infringe the person's mark.

ANSWER: The allegations in Paragraph 434 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 434.

435. Defendants have actual knowledge, or have reason to know, of the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 435 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 435 and therefore denies the allegations.

436. Defendants supply the illegal revenue-generating services, mechanisms, technology and programs necessary to engage in the Deceptive Domain Scheme, through which the Defendants and third parties infringe the Distinctive and Valuable Marks of Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 436 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 436 and therefore denies the allegations.

437. Defendants knowingly conspired to engage in the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 437 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 437 and therefore denies the allegations.

438. Defendants, on an ongoing basis, knowingly and voluntarily continue to engage in the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein, in order to obtain revenue and profit, and commercial gain, despite knowledge that their activities are in direct violation of applicable state and federal law.

ANSWER: To the extent the allegations in Paragraph 438 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 438 and

therefore denies the allegations.

439. Defendants induce, cause, and/or materially contribute to the Deceptive Domain Scheme and other unlawful conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 439 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 439 and therefore denies the allegations.

440. Statements or actions by Defendants directed to promoting and controlling the Deceptive Domain Scheme and other unlawful conduct alleged herein, include, but are not limited to the following:

a. Defendant Google states that it monitors the domains and utilizes tools to maximize placement of "pay-per-click/cost-per-click" advertising on the Deceptive Domains based on the meaning of the domain name and other language and semantics programs;

b. Defendant Google creates, designs, maintains, monitors, changes, and otherwise controls the HTML web page associated with each Deceptive Domain in Google's advertising network;

c. Defendant Google controls which advertisements appear on each of the Deceptive Domain's HTML web pages;

d. Defendant Google generates substantial revenue from Deceptive Domains that show Google advertising;

e. Defendant Google collects the advertising revenue from its advertisers;

f. Defendant Google disperses the revenue generated from the Deceptive Domains;

g. Defendant Google pays Parking Companies and domain name registrants for the licenses to use the Deceptive Domains;

h. Defendant Google actively seeks, solicits, and promotes advertising for placement on the Deceptive Domains;

i. Defendant Google controls and directs the Internet traffic from the Deceptive Domains through the Defendant Google advertising system through acts of cybersquatting, typosquatting, cyberpiracy, and as otherwise alleged herein;

j. Defendant Google maintains records of each domain showing Defendant Google advertising and provides reports specific to each such domain; and

k. Defendant Google pays each of it partners based on how much each Deceptive Domain generates in advertising revenue.

ANSWER: To the extent the allegations in Paragraph 440 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 440 and therefore denies the allegations.

441. All other Defendants participate with Defendant Google in one or more of the above-referenced illegal actions in furtherance of the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 441 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 441 and therefore denies the allegations.

442. Defendants' actions as alleged herein constitute Contributory Infringement.

ANSWER: The allegation in Paragraph 442 is a legal conclusion to which no response is required. To the extent a response is required and the allegation relates to Oversee, Oversee denies the allegation. To the extent a response is required and the allegation does not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegation in Paragraph 431 and therefore denies the allegation.

443. Defendants' Contributory Trademark Infringement has directly and proximately injured and damaged and continues to injure and damage Lead Plaintiffs and the Class by, among other things, causing them to lose control of their business reputation, causing confusion, diverting customers and sales, and otherwise causing significant commercial loss.

ANSWER: To the extent the allegations in Paragraph 443 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 443 and therefore denies the allegations.

444. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 444 relate to Oversee, Oversee

denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 444 and therefore denies the allegations.

COUNT TEN
VICARIOUS TRADEMARK INFRINGEMENT

445. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

446. This Count is brought by Lead Plaintiffs in their individual and representative capacities against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Ten in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 446.

447. Vicarious infringement occurs when a defendant controls, directs, facilitates, encourages, promotes, allows, enables, or otherwise permits a third party to infringe a mark, and receives the benefit therefrom.

ANSWER: The allegations in Paragraph 447 are legal conclusions to which no response is required. To the extent a response is required, Oversee denies the allegations in Paragraph 447.

448. Defendants facilitate, encourage, promote, allow, enable and otherwise permit direct infringements, and the other illegal conduct alleged herein, in the course of their businesses.

ANSWER: To the extent the allegations in Paragraph 448 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 448 and

therefore denies the allegations.

449. Defendants maintain the right, power and ability to control, edit, alter, modify and maintain the software used to effectuate the infringements and in the Deceptive Domain Scheme.

ANSWER: To the extent the allegations in Paragraph 449 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 449 and therefore denies the allegations.

450. Defendants fail to exercise their policing obligations to the fullest extent, fail to utilize and implement available filtering technologies, and otherwise have engaged in a pattern of direct and intentional misconduct, or willful blindness of their actions related to the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 450 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 450 and therefore denies the allegations.

451. Defendants control and participate in the supply of the illegal revenue-generating services, mechanisms, technology and programs necessary to engage in the Deceptive Domain Scheme, through which the Defendants and third parties infringe the Distinctive and Valuable Marks of Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 451 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 451 and therefore denies the allegations.

452. Defendants knowingly conspired to engage in the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein. Defendants, on an ongoing basis, knowingly and voluntarily continue to engage in the Deceptive Domain Scheme, infringing activities, and other unlawful conduct alleged herein, in order to obtain revenue and profit, and commercial gain, despite knowledge that their activities are in direct violation of applicable state and federal law.

ANSWER: To the extent the allegations in Paragraph 452 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks

sufficient knowledge or information to admit or deny the allegations in Paragraph 452 and therefore denies the allegations.

453. Defendants have the primary financial interest in the exploitation of Lead Plaintiffs' and the Class Members' Distinctive and Valuable Marks. Defendants are the primary beneficiaries of the infringements and illegal conduct alleged herein.

ANSWER: To the extent the allegations in Paragraph 453 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 453 and therefore denies the allegations.

454. Defendants induce, cause, and/or vicariously engage in the Deceptive Domain Scheme and other unlawful conduct, as alleged more fully herein above

ANSWER: To the extent the allegations in Paragraph 454 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 454 and therefore denies the allegations.

455. Defendants' actions as alleged herein constitute vicarious infringement.

ANSWER: To the extent the allegations in Paragraph 455 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 455 and therefore denies the allegations.

456. Defendants' vicarious infringements have directly and proximately injured and damaged and continues to injure and damage Lead Plaintiffs and the Class by, among other things, causing them to lose control of their business reputation, causing confusion, diverting customers and sales, and otherwise causing significant commercial loss.

ANSWER: To the extent the allegations in Paragraph 456 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 456 and therefore denies the allegations.

457. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 457 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 457 and therefore denies the allegations.

COUNT ELEVEN
INTERFERENCE WITH PROSPECTIVE ECONOMIC ADVANTAGE

458. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

459. This Count is brought by Lead Plaintiffs in their individual and representative capacities against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Eleven in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 459.

460. A current and prospective economic relationship exists between the Lead Plaintiffs/Class Members and third party Internet users/consumers and that such relationship, if not interfered with, provides the probability and likelihood of future economic benefit to the Lead Plaintiffs and the Class Members.

ANSWER: Oversee denies the allegations in Paragraph 460.

461. The entire Internet advertising market and business is premised on the buying power of the Internet users.

ANSWER: Oversee denies the allegations in Paragraph 460.

462. Defendants know and understand the existence of the relationship between the Lead Plaintiffs/Class Members and third party Internet consumers that is directly established,

premised and created by the Distinctive and Valuable Marks of the Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 462 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 462 and therefore denies the allegations.

463. Defendants intentionally register, use and traffic in Deceptive Domains with the direct intent of luring and diverting Internet user traffic away from Lead Plaintiffs/Class Members and redirecting said Internet consumer traffic for commercial gain to Defendants.

ANSWER: To the extent the allegations in Paragraph 463 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 463 and therefore denies the allegations.

464. The actions of Defendants are intended to, and do disrupt, misappropriate, divert, and otherwise interfere with Lead Plaintiffs'/Class Members' current and prospective economic relationships with Internet users. By diverting Internet consumer traffic away from Lead Plaintiffs and the Class Members, Defendants cause actual disruption of the relationship between the Lead Plaintiffs/Class Members and Internet users.

ANSWER: To the extent the allegations in Paragraph 464 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 464 and therefore denies the allegations.

465. Defendants' interference and bad actions, as alleged herein, directly and proximately caused injury and damage to Lead Plaintiffs and the Class Members.

ANSWER: To the extent the allegations in Paragraph 465 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 465 and therefore denies the allegations.

466. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 466 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 466 and therefore denies the allegations.

COUNT TWELVE
UNJUST ENRICHMENT

467. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

468. This Count is brought by Lead Plaintiffs in their individual and representative capacities against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Twelve in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 468.

469. This Count is brought in the alternative to any contract and statutory claims.

ANSWER: Oversee admits that Lead Plaintiffs' purport to bring Count Twelve in the alternative to its contract and statutory claims. Oversee denies any and all remaining allegations in Paragraph 469.

470. By the Deceptive Domain Scheme and the conduct as alleged in paragraphs 1-11, 152-211, and 260, Defendants unjustly derived a benefit from Lead Plaintiffs and the Class in the form of higher payments, increased advertising click revenue, increased market share, and other economic and related benefits and commercial gain, to which Defendants had no right or entitlement. The benefits to Defendants were conferred as a result of Defendants' deception, misconduct, and material misrepresentations involving the Distinctive and Valuable Marks of Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 470 relate to Oversee, Oversee

denies the allegations. Oversee further states that no response is required to Lead Plaintiffs' RICO allegation in Paragraph 260 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008. To the extent the allegations in Paragraph 470 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations and therefore denies them.

471. It would be unjust to allow the Defendants to retain the said benefit by virtue of their conduct as alleged in paragraphs 1-11, 152-211, and 260, thereby enriching them, without compensating the Lead Plaintiffs and the Class.

ANSWER: To the extent the allegations in Paragraph 471 relate to Oversee, Oversee denies the allegations. Oversee further states that no response is required to Lead Plaintiffs' RICO allegation in Paragraph 260 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008. To the extent the allegations in Paragraph 471 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations and therefore denies them.

472. Accordingly, Lead Plaintiffs and the Class are entitled to monetary damages, legal relief, equitable relief and/or otherwise more fully described in the Prayer for Relief.

ANSWER: To the extent the allegations in Paragraph 472 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 472 and therefore denies the allegations.

COUNT THIRTEEN
CIVIL CONSPIRACY

473. Lead Plaintiffs hereby incorporate by reference all preceding paragraphs as if fully set forth herein.

ANSWER: Oversee incorporates by reference its answers to the allegations in all preceding paragraphs, as if fully set forth herein. Oversee further states that no response is required to Lead Plaintiffs' RICO allegations in Paragraphs 212-303 and 333-362 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008.

474. This Count is brought by Lead Plaintiffs in their individual and representative capacities against all Defendants.

ANSWER: Oversee admits that Lead Plaintiffs purport to bring Count Thirteen in their individual and representative capacities, against all Defendants. Oversee denies any and all remaining allegations in Paragraph 474.

475. As set forth in paragraphs 1-11, 152-211, and 260, each of Defendants knowingly and voluntarily agreed, combined and conspired, as set forth herein, to engage in the Deceptive Domain Scheme and to transact in money derived from said scheme.

ANSWER: To the extent the allegations in Paragraph 475 relate to Oversee, Oversee denies the allegations. Oversee further states that no response is required to Lead Plaintiffs' RICO allegation in Paragraph 260 of the Complaint since this Court dismissed Lead Plaintiffs' RICO counts with prejudice on July 31, 2008. To the extent the allegations in Paragraph 475 do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations and therefore denies them.

476. Each Defendant committed overt unlawful direct and indirect acts, aided and abetted, assisted, planned, encouraged and otherwise facilitated acts and omissions for the knowing and intentional purpose of furthering the conspiracy, as alleged herein.

ANSWER: To the extent the allegations in Paragraph 476 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 476 and therefore denies the allegations.

477. Each Defendant did in fact knowingly and voluntarily participate in the conspiracy, concerted action, performance of acts in furtherance of the Deceptive Domain Scheme, transacted in money derived from said scheme, and otherwise knowingly took action to effectuate the purposes of their conspiracy.

ANSWER: To the extent the allegations in Paragraph 477 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 477 and

therefore denies the allegations.

478. Defendants' conspiracy, and actions as alleged herein, have directly and proximately cause injury and damage to Lead Plaintiffs and the Class Members.

ANSWER: To the extent the allegations in Paragraph 478 relate to Oversee, Oversee denies the allegations. To the extent the allegations do not relate to Oversee, Oversee lacks sufficient knowledge or information to admit or deny the allegations in Paragraph 478 and therefore denies the allegations.

AFFIRMATIVE DEFENSES

Defendant Oversee raises the following affirmative defenses that apply to Lead Plaintiffs or to the proposed class, without admitting any of the allegations in the Complaint or the propriety of the class:

First Affirmative Defense:

Each of Lead Plaintiffs' claims fail to state a claim upon which relief may be granted.

Second Affirmative Defense:

Lead Plaintiffs' claims are barred in whole or in part because there is no causal relationship between the alleged actions taken by Oversee and the injuries, if any, allegedly suffered by Plaintiffs.

Third Affirmative Defense:

Lead Plaintiffs' claims are barred in whole or in part by Oversee's fair or otherwise lawful use of the domain names at issue.

Fourth Affirmative Defense:

Lead Plaintiffs' claims are barred in whole or in part because any conduct or actions undertaken by or on behalf of Oversee regarding the allegations in the Complaint, if any, were undertaken in good faith, without malice, and pursuant to the reasonable conduct of Oversee's business.

Fifth Affirmative Defense:

Lead Plaintiffs' claims are barred in whole or in part by Plaintiffs' fraudulent registration of marks at issue.

Sixth Affirmative Defense:

Lead Plaintiffs' claims are barred due to other parties' prior use of Lead Plaintiffs' alleged trademarks.

Seventh Affirmative Defense:

Lead Plaintiffs' claims are barred by assumption of risk.

Eighth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by Plaintiffs' abandonment of marks at issue.

Ninth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part because Plaintiffs' marks are functional.

Tenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part because Plaintiffs' marks are generic.

Eleventh Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part because Plaintiffs' marks lack secondary meaning.

Twelfth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by Plaintiffs' use of their registered marks to misrepresent the source of goods or services.

Thirteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part because Oversee's use, if any, of the marks at issue is protected speech.

Fourteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by Plaintiffs' use of marks at issue to violate antitrust laws.

Fifteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by the doctrine of unclean hands.

Sixteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by laches in that Plaintiffs knowingly delayed for an unreasonable time, under circumstances permitting and requiring diligence, to assert the purported causes of action alleged in the Complaint against Oversee, to the substantial detriment and prejudice of Oversee.

Seventeenth Affirmative Defense

Lead Plaintiffs are estopped in whole or in part from asserting the claim alleged and obtaining relief requested in the Complaint against Oversee by reason of Plaintiffs' conduct, actions and/or communications to Oversee.

Eighteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by Plaintiffs' waiver of rights they may have to institute an action against Oversee for the alleged matters of which they now complain.

Nineteenth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by applicable statutes of limitations.

Twentieth Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part by reason of Plaintiffs' failure to mitigate the damages allegedly suffered by Plaintiff, if such damages exist.

Twenty-First Affirmative Defense

Lead Plaintiffs' claims are barred in whole or in part because they have not been damaged in any amount, manner, or at all by reason of any act or omission of Oversee, and therefore the relief prayed for in the Complaint cannot be granted.

Oversee reserves the right to assert additional affirmative defenses.

Respectfully submitted,

OVERSEE.NET

Dated: August 14, 2008

By: s/ Marlon E. Lutfiyya ____________
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CERTIFICATE OF SERVICE

I hereby certify that on August 14, 2008, a true and correct copy of the foregoing was served in accordance with Rule 5, Federal Rules of Civil Procedure, on the following:

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___s/ Marlon E. Lutfiyya__

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